IN THE UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

500 HERN DISTR	del of NEW TORK
	x
In re	: Chapter 11
DPH HOLDINGS CORP., et al.,	: Case No. 05-44481 (RDD)
Reorganized Debtors.	: (Jointly Administered)
	: x
<u>AFFIDAVIT</u>	OF SERVICE
	rn according to law, depose and say that I am LLC, the Court appointed claims and noticing ve-captioned cases.
<u>•</u>	rved the document listed below (i) upon the nic notification, and (ii) upon the parties listed . mail:
Freight, Inc., and Delphi Automotive	etween Reorganized Debtors, Con-Way Systems, LLC Compromising and Allowing Im Number 18556 (Con-Way Freight, Inc.) is attached hereto as <u>Exhibit C</u>]
Dated: July 7, 2011	/s/ Darlene Calderon Darlene Calderon
State of California County of Los Angeles	
Subscribed and sworn to (or affirmed) before Darlene Calderon, proved to me on the basis appeared before me.	e me on this 7 th day of July, 2011, by of satisfactory evidence to be the person who
Signature: /s/ Michelle Cruz	
Commission Expires: 1/2/14	

EXHIBIT A

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	PHONE	EMAIL	PARTY / FUNCTION
									Counsel to Johnson Controls Battery
	Deborah L. Thorne							dthorne@btlaw.com	Group, Inc.; Johnson Controls, Inc.
Barnes & Thornburg LLP	Kathleen L. Matsoukas	One N Wacker Drive	Suite 4400	Chicago	IL	60606	312-357-1313	kmatsoukas@btlaw.com	(Power Solutions)
								sean.p.corcoran@delphi.co	
	Sean Corcoran							<u>m</u>	
	Karen Craft							karen.j.craft@delphi.com	
Delphi Automotive Systems LLP	David M. Sherbin	5725 Delphi Drive		Troy	MI	48098	248-813-2000	david.sherbin@delphi.com	Delphi Automotive Systems LLP
Honigman Miller Schwartz and Coh	n Frank L. Gorman, Esq.	2290 First National	660 Woodward					fgorman@honigman.com	
LLP	Robert B. Weiss, Esq.	Building	Avenue	Detroit	MI	48226-3583	313-465-7000	rweiss@honigman.com	Counsel to General Motors Corporation
Ruskin Moscou Faltischek PC	Jeffrey A. Wurst, Esq.	1425 RXR Plaza	15th Floor	Uniondale	NY	11556	516-663-6535	jwurst@rmfpc.com	
Skadden, Arps, Slate, Meagher &									
Flom LLP	Ron E. Meisler	155 N Wacker Drive	Suite 2700	Chicago	П	60606-1720	312-407-0700	rmeisler@skadden.com	Counsel to the Reorganized Debtor
	Harvey R. Miller	1221112616121116				20	3.2 .3. 0.00	harvey.miller@weil.com	
Weil, Gotshal & Manges LLP	Robert J. Lemons	767 Fifth Avenue		New York	NY	10153	212-310-8500		Counsel to General Motors Corporation

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	EMAIL	PARTY / FUNCTION
								34 956 226		
Adalberto Cañadas Castillo		Avda Ramon de Carranza	10-10	Cadiz		11006	Spain	311	adalberto@canadas.com	Representative to DASE
										Attorneys for Fry's Metals Inc. and
Adler Pollock & Sheehan PC	Joseph Avanzato	One Citizens Plz 8th Fl		Providence	RI	02903		401-274-7200	javanzato@apslaw.com	Specialty Coatings Systems Eft
										, , , ,
		259 Radnor-Chester Road,		L .						
Airgas, Inc.	David Boyle	Suite 100	P.O. Box 6675	Radnor	PA	19087-8675		610-902-6028	david.boyle@airgas.com	Counsel to Airgas, Inc. Representative for Akebono
Akebono Brake Corporaton	Brandon J. Kessinger	310 Ring Road		Elizabethtown	KY	42701		270-234-5580	bkessinger@akebono-usa.com	
Akin Gump Strauss Hauer & Feld,		3 To King Road		Liizabcti itowii	IXI	42701		210 254 5500	bressinger warebone usa.com	Counsel to TAI Unsecured
LLP	Ira S Dizengoff	One Bryant Park		New York	NY	10036		212-872-1000	idizengoff@akingump.com	Creditors Liquidating Trust
Allen Matkins Leck Gamble &										
Mallory LLP	Michael S. Greger	1900 Main Street	Fifth Floor	Irvine	CA	92614-7321		949-553-1313	mgreger@allenmatkins.com	Counsel to Kilroy Realty, L.P.
Alliance for Sustainable Energy LLC	National Renewable Energy Laboratory	Jim Martin Senior Attorney	1617 Golden Blvd MS 1734	Golden	со	80401		303-384-7497	jim.martin@nrel.gov	Counsel for National Renewable Energy Laboratory
LLC	Energy Laboratory	Sim Martin Senior Attorney	IVIO 1734	Golden	CO	80401		303-304-7497	<u> III:IIIartiii@filei.gov</u>	Counsel to Cadence Innovation.
Alston & Bird, LLP	Craig E. Freeman	90 Park Avenue		New York	NY	10016		212-210-9400	craig.freeman@alston.com	LLC
,										Counsel to Cadence Innovation,
										LLC, PD George Co, Furukawa
	Described Constalling Described								Lanca III Balanca	Electric Companay, Ltd., and
Alston & Bird, LLP	Dennis J. Connolly; David A. Wender	1201 West Peachtree Street		Atlanta	GA	30309		404-881-7269	dconnolly@alston.com dwender@alston.com	Furukawa Electric North America APD, Inc.
American Axle & Manufacturing,	A. Wender	One Dauch Drive, Mail Code		Allania	GA	30309		404-001-7209	dwerider@aiston.com	Representative for American Axle
Inc.	Steven R. Keyes	6E-2-42		Detroit	MI	48243		313-758-4868	steven.keyes@aam.com	& Manufacturing, Inc.
Anglin, Flewelling, Rasmussen,										Counsel to Stanley Electric Sales
Campbell & Trytten, LLP	Mark T. Flewelling	199 South Los Robles Avenue	Suite 600	Pasadena	CA	91101-2459		626-535-1900	mtf@afrct.com	of America, Inc.
Arent Fox PLLC	Robert M. Hirsh	4075 Drandway		Na Vanle	NY	40040		242 404 2000	Hirsh.Robert@arentfox.com	Counsel to Pullman Bank and
Arent Fox PLLC	Robert W. Hirsh	1675 Broadway		New York	INY	10019		212-484-3900	Hirsh.Robert@arentiox.com	Trust Company Counsel to Daishinku (America)
										Corp. d/b/a KDS America
										("Daishinku"), SBC
Arnall Golden Gregory LLP	Darryl S. Laddin	171 17th Street NW	Suite 2100	Atlanta	GA	30363-1031		404-873-8120	dladdin@agg.com	Telecommunications, Inc. (SBC)
										Counsel to CSX Transportation,
Arnold & Porter LLP	Joel M. Gross	555 Twelfth Street, N.W.		Washington	D.C.	20004-1206		202-942-5000	joel_gross@aporter.com cgalloway@atsautomation.co	Inc.
ATS Automation Tooling Systems Inc.	Carl Galloway	250 Royal Oak Road		Cambridge	Ontario	N3H 4R6	Canada	519-653-4483	m	Company
	oun canoway	200 Noyai Cak Noad		Cambriage	Ontario	14011 4110	Canada	010 000 1100		Company
										Attorney for Alabama Power
Balch & Bingham LLP	Eric T. Ray	PO Box 306		Birmingham	AL	35201		205-251-8100	eray@balch.com	Company
Barrell Francisco Kircella and										Counsel to Motion Industries, Inc.,
Barack, Ferrazzano, Kirschbaum & Nagelberg LLP	Kimberly J. Robinson	200 W Madison St Ste 3900		Chicago	IL	60606		312-084-3100	kim.robinson@bfkn.com	EIS, Inc. and Johnson Industries, Inc.
a reagelberg LLI	Tamberry J. NODITISOR	200 W Wadison St Ste 3800		Criicago	IL.	00000		512-304-3100	MITITODINOUT SUIKIT.COM	Counsel to Motion Industries, Inc
Barack, Ferrazzano, Kirschbaum										EIS, Inc. and Johnson Industries,
& Nagelberg LLP	William J. Barrett	200 W Madison St Ste 3900		Chicago	IL	60606		312-984-3100	william.barrett@bfkn.com	Inc.
					Ī					Counsel to Mays Chemical
Barnes & Thornburg LLP	Alan K. Mills	11 S. Meridian Street		Indianapolis	IN	46204		317-236-1313	alan.mills@btlaw.com	Company
Barnes & Thornburg LLP	Damon R Leichty	600 1st Source Bank Center	100 North Michigan	South Bend	IN	46601		574-233-1171	damon.leichty@btlaw.com	Counsel to Bank of America, N.A.
Danies & Filomburg LLI	Damon R Lowney	500 Tot Oodroc Barik Geriler	100 North Michigan	Codin Dona	11.4	10001		0.7 200 1171	damon.lololity @bilaw.com	Counsel to Howard County,
Barnes & Thornburg LLP	David M. Powlen	1000 N West Street	Suite 1200	Wilmington	DE	19801		302-888-4536	david.powlen@btlaw.com	Indiana

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY PHONE	EMAIL	PARTY / FUNCTION
Barnes & Thornburg LLP	Deborah L. Thorne	One North Wacker Drive	Suite 4400	Chicago	IL	60606	312-357-131:	3 deborah.thorne@btlaw.com	Counsel to Johnson Controls Battery Group, Inc.; Johnson Controls, Inc. (Power Solutions)
Barnes & Thornburg LLP	John T. Gregg	171 Monroe Avenue NW	Suite 1000	Grand Rapids	МІ	49503	616-742-393	jgregg@btlaw.com	Counsel to Priority Health; Clarion Corporation of America; Continental AG and Affiliates
Barnes & Thornburg LLP	Kathleen L. Matsoukas	One North Wacker Drive	Suite 4400	Chicago	IL	60606	312-357-131:	kathleen.matsoukas@btlaw.co	Howard County, Indiana
Barnes & Thornburg LLP	Mark R. Owens	11 S. Meridian Street		Indianapolis	IN	46204	317-236-131:	mark.owens@btlaw.com	Counsel to Clarion Corporation of America
Barnes & Thornburg LLP	Michael K. McCrory	11 S. Meridian Street		Indianapolis	IN	46204	317-236-131:	3 michael.mccrory@btlaw.com	Counsel to Gibbs Die Casting Corporation; Clarion Corporation of America
Barnes & Thornburg LLP	Patrick E. Mears	171 Monroe Avenue NW	Suite 1000	Grand Rapids	MI	49503	616-742-393	5 pmears@btlaw.com	Counsel to Armada Rubber Manufacturing Company, Bank of America Leasing & Leasing & Capital, LLC, & AutoCam Corporation
Barnes & Thornburg LLP	Sarah Quinn Kuhny	600 1st Source Bank Center	100 North Michigan	South Bend	IN	46601	574-233-117	1 sarah.kuhny@btlaw.com	Counsel to Bank of America, N.A.
Barnes & Thornburg LLP	Wendy D. Brewer	11 S. Meridian Street		Indianapolis	IN	46204	317-236-131	3 wendy.brewer@btlaw.com	Counsel to Gibbs Die Casting Corporation
Bartlett Hackett Feinberg P.C.	Frank F. McGinn	155 Federal Street	9th Floor	Boston	MA	02110	617-422-020	D ffm@bostonbusinesslaw.com	Counsel to Iron Mountain Information Management, Inc. Counsel to Madison County
Beeman Law Office	Thomas M Beeman	33 West 10th Street	Suite 200	Anderson	IN	46016	765-640-133	tom@beemanlawoffice.com	(Indiana) Treasurer
Bernstein Litowitz Berger & Grossman	Hannah E. Greenwald	1285 Avenue of the Americas		New York	NY	10019	212-554-141	1 <u>hannah@bibglaw.com</u>	Counsel to Teachers Retirement System of Oklahoma; Public Employes's Retirement System of Mississippi; Raifeisen Kapitalanlage-Gesellschaft m.b.H and Stichting Pensioenfords ABP
									Counsel to Kamax L.P.; Optrex America, Inc.; GKN Sinter Metals,
Berry Moorman P.C.	James P. Murphy	535 Griswold	Suite 1900	Detroit	МІ	48226	313-496-120	murph@berrymoorman.com	Inc. Counsel to UPS Supply Chain
Bialson, Bergen & Schwab	Kenneth T. Law, Esq.	2600 El Camino Real	Suite 300	Palo Alto	CA	94306	650-857-9500	D klaw@bbslaw.com	Solutions, Inc Counsel to UPS Supply Chain
	Lawrence M. Schwab,								Solutions, Inc.; Solectron Corporation; Solectron De Mexico SA de CV; Solectron Invotronics; Coherent, Inc.; Veritas Software
Bialson, Bergen & Schwab	Esq.	2600 El Camino Real	Suite 300	Palo Alto	CA	94306	650-857-950	O <u>lschwab@bbslaw.com</u>	Corporation Counsel to Veritas Software
Bialson, Bergen & Schwab	Thomas M. Gaa	2600 El Camino Real	Suite 300	Palo Alto	CA	94306	650-857-950	tgaa@bbslaw.com	Corporation

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COMPANY	CONTACT	40000004	40005000	OITV	07475	710	COUNTRY	PHONE	E	DADTY / FUNCTION
COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	EMAIL	PARTY / FUNCTION
										Counsel to Universal Tool &
									wmosby@binghammchale.co	Engineering co., Inc. and M.G.
Bingham McHale LLP	Whitney L Mosby	10 West Market Street	Suite 2700	Indianapolis	IN	46204		317-635-8900		Corporation
Dingram Worldie LEI	TTHRITO'S E MICODY	TO VVOCE MAINCE CLICCE	405 Lexington	паапаропо		10201		017 000 0000	<u></u>	Counsel to DENSO International
Blank Rome LLP	Marc E. Richards	The Chrylser Building	Avenue	New York	NY	10174		212-885-5000	mrichards@blankrome.com	America. Inc.
		, , , , , , , , , , , , , , , , , , , ,								
										Counsel to Freudenberg-NOK;
										General Partnership; Freudenberg-
										NOK, Inc.; Flextech, Inc.;
										Vibracoustic de Mexico, S.A. de
										C.V.; Lear Corporation; American
Bodman LLP	Ralph E. McDowell	100 Renaissance Center	34th Floor	Detroit	MI	48243		313-393-7592	rmcdowell@bodmanllp.com	Axle & Manufacturing, Inc.
										Counsel to Marquardt GmbH and
										Marquardt Switches, Inc.; Tessy
Bond, Schoeneck & King, PLLC	Camille W. Hill	One Lincoln Center	18th Floor	Syracuse	NY	13202		315-218-8000	chill@bsk.com	Plastics Corp.
Bond, Schoeneck & King, PLLC	Charles J. Sullivan	One Lincoln Center	18th Floor	Syracuse	NY	13202		315-218-8000	csullivan@bsk.com	Counsel to Diemolding Corporation
										Counsel to Marquardt GmbH and
										Marquardt Switches, Inc.; Tessy
Decid Octobrond Aldie Bill O	Ottobar A. Barreta	0	4011 51	0	ND/	40000		045 040 0000		Plastics Corp; Diemolding
Bond, Schoeneck & King, PLLC	Stephen A. Donato	One Lincoln Center	18th Floor	Syracuse	NY	13202		315-218-8000	sdonato@bsk.com	Corporation Counsel to Calsonic Kansei North
Davik Commisses Commen 8		1600 Division Street, Suite								
Boult, Cummings, Conners & Berry, PLC	Austin L. McMullen	700 Division Street, Suite	PO Box 34005	Nashville	TN	37203		615-252-2307	amcmullen@bccb.com	America, Inc.; Calsonic Harrison Co., Ltd.
Berry, PLC	Austin L. McMullen	700	PO BOX 34005	INASTIVIILE	IIN	37203		010-202-2007	anichulien@bccb.com	Counsel to Calsonic Kansei North
Boult, Cummings, Conners &		1600 Division Street, Suite								America, Inc.; Calsonic Harrison
Berry, PLC	Roger G. Jones	700 Division Street, Suite	PO Box 34005	Nashville	TN	37203		615-252-2307	riones@bccb.com	Co., Ltd.
Berry, 1 LO	Roger G. Jones	Administration Department via		INASIIVIIIE	IIN	37203		00039-035-	<u>IJOHES @ DCCD.COM</u>	Co., Ltd.
Brembo S.p.A.	Massimilliano Cini	Brembo 25	24035 Curno BG	Bergamo			Italy	605-529	massimiliano cini@brembo.it	Creditor
2.6.m26 6.p.m.u	macommunic on a	2.020	21000 001110 20	Dorganio			r.u.y	000 020		O.Guito.
Brown & Connery, LLP	Donald K. Ludman	6 North Broad Street		Woodbury	NJ	08096		856-812-8900	dludman@brownconnery.com	Counsel to SAP America, Inc.
Buchalter Nemer, A Profesional										Counsel to Oracle USA, Inc.;
Corporation	Shawn M. Christianson	333 Market Street	25th Floor	San Francisco	CA	94105-2126		415-227-0900	schristianson@buchalter.com	Oracle Credit Corporation
Buchanan Ingersoll & Rooney PC	Mark Pfeiffer	50 S. 16th St Ste 3200		Philadelphia	PA	19102		215-665-8700	mark.pfeiffer@bipc.com	Counsel to ATEL Leasing Corp.
			1000 West Street,							
Buchanan Ingersoll & Rooney PC	Mary Caloway	The Brandywine Building	Suite 1410	Wilmington	DE	19801		302-552-4200	mary.caloway@bipc.com	Counsel to Fiduciary Counselors
Buchanan Ingersoll & Rooney PC	Peter S. Russ	620 Eighth Ave	23rd Floor	New York	NY	10018		212-440-4400	peter.russ@bipc.com	Counsel to ATEL Leasing Corp.
			50.0 404 04 04							
		T 13 1 51	50 S. 16th St., Ste	B		40400				0 1 51 1 0 1
Buchanan Ingersoll & Rooney PC	William H. Schorling, Esq.	Two Liberty Place	3200	Philadelphia	PA	19102		215-665-5326	william.schorling@bipc.com	Counsel to Fiduciary Counselors
Butzel Long	Bruce L. Sendek	150 W. Jefferson Avenue	Suite 100	Detroit	МІ	48226		313-225-7000	sendek@butzel.com	Counsel to Reorganized Debtors
Butzer Long	Bluce L. Selluek	150 W. Jellerson Avenue	Suite 100	Delioit	IVII	40220		313-223-7000	Seridek@butzer.com	Couriser to Reorganized Debtors
Butzel Long	Chester E. Kasiborski, Jr.	150 W. Jefferson Avenue	Suite 100	Detroit	МІ	48226		313-225-7000	kasiborski@butzel.com	Counsel to Reorganized Debtors
Datzor Long	Chocker E. Radiborski, dr.	100 TT. OCHOISON AVOING	Cano 100	Dolloit	1411	10220	<u> </u>	0.0 220 7000	REGISTION & DULEGI.COM	Council to recorganized Debiois
Butzel Long	Cynthia J. Haffey	150 W. Jefferson	Suite 100	Detroit	MI	48226		313-983-7434	haffey@butzel.com	Counsel to Delphi Corporation
	- ,					-5225		2.0 000 1 104		2 2 2 3 5 1 CO POTAGOT
Butzel Long	David J. DeVine	150 W. Jefferson Avenue	Suite 100	Detroit	MI	48226		313-225-7000	devine@butzel.com	Counsel to Reorganized Debtors
3										
Butzel Long	Donald V. Orlandoni	150 W. Jefferson	Suite 100	Detroit	MI	48226		313-225-7063	orlandoni@butzel.com	Counsel to Delphi Corporation

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	EMAIL	PARTY / FUNCTION
Butzel Long	Sheldon H. Klein	Stoneridge West	41000 Woodward Avenue	Bloomfield Hills	МІ	48304		248-258-1414	klein@butzel.com	Counsel to Reorganized Debtors
Butzel Long	Thomas B. Radom	Stoneridge West	41000 Woodward Avenue	Bloomfield Hills	MI	48304		248-258-1413	radom@butzel.com	Counsel to Reorganized Debtors
Butzel Long	Thomas D. Noonan	150 W. Jefferson Avenue	Suite 100	Detroit	МІ	48226		313-225-7000	noonan@butzel.com	Counsel to Reorganized Debtors
Cadwalader Wickersham & Taft LLP	Jeannine D'Amico	1201 F St NW Ste 1100		Washington	DC	20004		202-862-2452	jeannine.damico@cwt.com	Attorneys for the Audit Committee of Dephi Corporation
Cadwalader Wickersham & Taft LLP	John J. Rapisardi Esq Joseph Zujkowski Esq	One World Financial Center		New York	NY	10281		212-504-6000	john.rapisardi@cwt.com joseph.zujkowski@cwt.com	Counsel to the Auto Task Force of the U.S. Department of the Treasury
Cahill Gordon & Reindel LLP	Jonathan Greenberg	80 Pine Street		New York	NY	10005		212-701-3000	jonathan.greenberg@BASF.C OM	Counsel to Engelhard Corporation
Cahill Gordon & Reindel LLP	Kevin Burke	80 Pine Street 1400 McDonald Investment		New York	NY	10005		212-701-3000	kburke@cahill.com	Counsel to Engelhard Corporation Counsel to Brush Engineered
Calfee, Halter & Griswold LLC	Jean R. Robertson, Esq.	Ctr Ctr	800 Superior Ave	Cleveland	ОН	44114		216-622-8404	jrobertson@calfee.com	materials
	Dorothy H. Marinis-Riggio								dhriggio@gmail.com	Counsel to Computer Patent Annuities Limited Partnership, Hydro Aluminum North America, Inc., Hydro Aluminum Adrian, Inc., Hydro Aluminum Precision Tubing NA, LLC, Hydro Aluminim Ellay Enfield Limited, Hydro Aluminum Rockledge, Inc., Norsk Hydro
Calinoff & Katz, LLP	Robert Calinoff	140 East 45th Street	17th Floor	New York	NY	10017		212-826-8800	rcalinoff@candklaw.com	Canada, I
Cantor Colburn LLP	Michael J Rye	20 Church Street	22nd Floor	Hartford	СТ	06103-3207		860-286-2929	mrye@cantorcolburn.com	Patent Counsel to Delphi Corporation et al., Debtors and Debtors-in-Possession
Carson Fischer, P.L.C.	Joseph M Fischer Patrick J Kukla	4111 Andover Road	West 2nd Floor	Bloomfield Hills	MI	48302		248-644-4840	brcy@carsonfischer.com	Counsel to Bing Metals Group, LLC; Behr America, Inc.; Findlay Industries; Vitec, LLC
Carson Fischer, P.L.C.	Robert A. Weisberg	4111 Andover Road	West 2nd Floor	Birmingham	MI	48302		248-644-4840	rweisberg@carsonfischer.com brcy@carsonfischer.com	Counsel to Cascade Die Casting Group, Inc.; Behr America, Inc.
Carter Ledyard & Milburn LLP	Aaron R. Cahn	2 Wall Street		New York	NY	10005		212-732-3200	cahn@clm.com	Counsel to STMicroelectronics, Inc.
Chadbourne & Parke LLP	Douglas Deutsch, Esq.	30 Rockefeller Plaza		New York	NY	10112		212-408-5100	ddeutsch@chadbourne.com	Counsel to EagleRock Capital Management, LLC
Clark Hill PLC	Joel D. Applebaum	500 Woodward Avenue	Suite 3500	Detroit	МІ	48226-3435		313-965-8300	japplebaum@clarkhill.com	Counsel to 1st Choice Heating & Cooling, Inc.; BorgWarner Turbo Systems Inc.; Metaldyne Company, LLC
Clear Hill DL C	Characa Dashii	500 Washingd Avenue	C.:it- 2500	Datusit	N.41	40000 0405		242 005 0200	a da a basa da	Counsel to BorgWarner Turbo Systems Inc.; Metaldyne
Clark Hill PLC Clark Hill PLLC	Shannon Deeby Robert D. Gordon	500 Woodward Avenue 500 Woodward Avenue	Suite 3500 Suite 3500	Detroit Detroit	MI	48226-3435 48226-3435			sdeeby@clarkhill.com rgordon@clarkhill.com	Company, LLC Counsel to ATS Automation Tooling Systems Inc.
Cleary Gottlieb Steen & Hamilton	Deborah M. Buell	One Liberty Plaza		New York	NY	10006			maofiling@cgsh.com	Counsel to Arneses Electricos Automotrices, S.A.de C.V.; Cordaflex, S.A. de C.V.

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DPH Holdings Corp.
Post-Emergence 2002 List

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY PHONE	EMAIL	PARTY / FUNCTION
									Counsel to Bear, Stearns, Co. Inc.;
									Citigroup, Inc.; Credit Suisse First
									Boston; Deutsche Bank Securities,
									Inc.; Goldman Sachs Group, Inc.;
									JP Morgan Chase & Co.; Lehman
									Brothers, Inc.; Merrill Lynch & Co.;
Cleary, Gottlieb, Steen &									Morgan Stanley & Co., Inc.; UBS
Hamilton LLP	James L. Bromley	One Liberty Plaza		New York	NY	10006	212-225-2000	maofiling@cash.com	Securities, LLC
Cohen & Grigsby, P.C.	Thomas D. Maxson	11 Stanwix Street	15th Floor	Pittsburgh	PA	15222-1319	412-297-4706		Counsel to Nova Chemicals, Inc.
Conen & Grigsby, F.C.	THOMAS D. MAXSON	11 Statiwix Street	1301111001	Fillsburgii	FA	13222-1319	412-291-4700	tillaxson@coneillaw.com	Counsel to International Union,
									United Automobile, Areospace and
	Joseph J. Vitale							ivitale@cwsnv.com	Agriculture Implement Works of
Cohen, Weiss & Simon LLP	Babette Ceccotti	330 West 42nd Street		New York	NY	10036	212-356-0238		America (UAW)
Conen, weiss a Simon LLP	Babette Ceccotti	330 West 42IId Street		New YOR	INT	10036	212-336-0236	DCeccotti@cwsriy.com	Counsel to Floyd Manufacturing
Cohn Birnbaum & Shea P.C.	Scott D. Rosen, Esq.	100 Pearl Street, 12th Floor		Hartford	СТ	06103	860-493-2200	srosen@cb-shea.com	Co., Inc.
Conn Birnbaum & Snea P.C.	Scott D. Rosen, Esq.	100 Pearl Street, 12th Floor		панного	CI	06103	860-493-2200	Stosett@cb-strea.com	Co., Inc.
Connolly Bove Lodge & Hutz LLP	Jeffrey C. Wisler, Esa	1007 N. Orange Street	P.O. Box 2207	Wilmington	DE	19899	302-658-9141	jwisler@cblh.com	Counsel to ORIX Warren, LLC
Connony Bove Loage & Hatz LEI	ocincy o. wisici, Laq.	1007 N. Crange Circet	1 .O. BOX 2201	vviiiriiirigtori	DE	13033	302 030 3141	Wisier @ Com.com	Course to Crist Warren, ELC
									Counsel to Harco Industries, Inc.;
									Harco Brake Systems, Inc.; Dayton
									Supply & Tool Coompany;
Coolidge Wall Co. LPA	Ronald S. Pretekin	33 West First Street	Suite 600	Dayton	ОН	45402	937-223-8177	Pretekin@coollaw.com	Attorneys for Columbia Industrial
Coolings Wall Co. El 71	Susan Power Johnston	GO TTOSET HOL GUICOL	Cuito 000	Dayton	OII	10 102	007 220 0177	Trotokine odoliaw.dom	7 Morrieyo for Columbia maadilar
Covington & Burling	Aaron R. Marcu	620 Eighth Ave		New York	NY	10018	212-841-1005	sjohnston@cov.com	Special Counsel to the Debtor
3,10		3	101 W. Big Beaver						Counsel to Nisshinbo Automotive
Cox, Hodgman & Giarmarco, P.C.	Sean M. Walsh, Esq.	Tenth Floor Columbia Center	Road	Troy	MI	48084-5280	248-457-7000	swalsh@chglaw.com	Corporation
									Counsel to SPS Technologies,
									LLC; NSS Technologies, Inc.; SPS
									Technologies Waterford Company;
Curtin & Heefner, LLP	Daniel P. Mazo	250 N. Pennslyvania Avenue		Morrisville	PA	19067	215-736-2521	dpm@curtinheefner.com	Greer Stop Nut, Inc.
									Counsel to Flextronics
									International, Inc., Flextronics
									International USA, Inc.; Multek
									Flexible Circuits, Inc.; Sheldahl de
									Mexico S.A.de C.V.; Northfield
									Acquisition Co.; Flextronics Asia-
Curtis, Mallet-Prevost, Colt &									Pacific Ltd.; Flextronics
Mosle LLP	Cindi Eilbott	101 Park Avenue		New York	NY	10178-0061	212-696-6936	ceilbott@curtis.com	Technology (M) Sdn. Bhd
									Counsel to Relco, Inc.; The
Damon & Morey LLP	William F. Savino	1000 Cathedral Place	298 Main Street	Buffalo	NY	14202-4096	716-856-5500	wsavino@damonmorey.com	Durham Companies, Inc.
									Co-Counsel for David Gargis,
L								davidpmartin@erisacase.com	Jimmy Mueller, and D. Keith
David P. Martin		519 Energy Center Blvd	Ste 1104	Northport	AL	35401	205-343-1771	davidpmartin@bellsouth.net	Livingston
									Counsel to Marshall E. Campbell
Day Pitney LLP	Richard M. Meth	P.O. Box 1945		Morristown	NJ	07962-1945	973-966-6300	rmeth@daypitney.com	Company
									Counsel to IBJTC Business Credit
									Corporation, as successor to IBJ
D 0:: 110	Ronald S. Beacher							rbeacher@daypitney.com	Whitehall Business Credit
Day Pitney LLP	Conrad K. Chiu	7 Times Square		New York	NY	10036	212-297-5800	cchiu@daypitney.com	Corporation

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	EMAIL	PARTY / FUNCTION
oom are	OGITIAGI	ABBILLOGI	ADDITEGE	0111	017112		GGGITTE			Counsel for Kensington
										International Limited, Manchester
	Glenn E. Siegel								glenn.siegel@dechert.com	Securities Corp. and Springfield
Dechert LLP	James O. Moore	1095 Avenue of the Americas		New York	NY	10036-6797		212-698-3500	iames.moore@dechert.com	Associates, LLC
Boonon LEI	Carries C. Medic	1000 / Worldo of the / thericas		TOW TORK		10000 0/0/		212 000 0000	James.meere & decircit.com	Counsel to Denso International
Denso International America. Inc.	Carol Sowa	24777 Denso Drive		Southfield	МІ	48086		248-372-8531	carol sowa@denso-diam.com	America. Inc.
Denise international 7 thorica, inc.	Caror Cowa	24777 Belied Blive		Coulimola	1411	10000		210 072 0001	<u>oaror oowa @ aorioo alam.oom</u>	7 tillollou, illo.
										Counsel to Tyz-All Plastics, Inc.;
										Co-Counsel to Tower Automotive,
DiConza Law, P.C.	Gerard DiConza, Esq.	630 Third Avenue, 7th Floor		New York	NY	10017		212-682-4940	gdiconza@dlawpc.com	Inc.
,		,	255 East Fifth							Counsel to The Procter & Gamble
Dinsmore & Shohl LLP	John Persiani	1900 Chemed Center	Street	Cincinnati	ОН	45202		513-977-8200	john.persiani@dinslaw.com	Company
	Richard M. Kremen									Counsel to Constellation
DLA Piper Rudnick Gray Cary US	Maria Ellena Chavez-									NewEnergy, Inc. & Constellation
LLP	Ruark	The Marbury Building	6225 Smith Avenue	Baltimore	Maryland	21209-3600		410-580-3000	richard.kremen@dlapiper.com	NewEnergy - Gas Division, LLC
		, ,								Counsel to Penske Truck Leasing
Drinker Biddle & Reath LLP	Andrew C. Kassner	18th and Cherry Streets		Philadelphia	PA	19103		215-988-2700	andrew.kassner@dbr.com	Co., L.P.
		·		·						
										Counsel to NDK America,
										Inc./NDK Crystal, Inc.; Foster
										Electric USA, Inc.; JST
										Corporation; Nichicon (America)
										Corporation; Taiho Corporation of
										America; American Aikoku Alpha,
										Inc.; Sagami America, Ltd.; SL
										America, Inc./SL Tennessee, LLC;
Duane Morris LLP	Joseph H. Lemkin	744 Broad Street	Suite 1200	Newark	NJ	07102		973-424-2000	jhlemkin@duanemorris.com	and Hosiden America Corporation
										Counsel to ACE American
										Insurance Company and Pacific
Duane Morris LLP	Lewis R Olshin Esq	30 South 17th Street		Philadelphia	PA	19103		215-979-1129	Olshin@duanemorris.com	Employers Insurance Company
				·						Counsel to ACE American
									dmdelphi@duanemorris.com	Insurance Company and Pacific
Duane Morris LLP	Margery N. Reed, Esq.	30 South 17th Street		Philadelphia	PA	19103-4196		215-979-1000	mreed@duanemorris.com	Employers Insurance Company
				·						Counsel to ACE American
									wmsimkulak@duanemorris.co	Insurance Company and Pacific
Duane Morris LLP	Wendy M. Simkulak, Esq.	30 South 17th Street		Philadelphia	PA	19103-4196		215-979-1547	m	Employers Insurance Company
Dykema Gossett PLLC	Douglas S Parker	39577 Woodward Ave	Suite 300	Bloomfield Hills	MI	48304		248-203-0703	dparker@dykema.com	Counsel for Federal Screw
Dykema Gossett PLLC	Robert D. Nachman	10 South Wacker Drive	Suite 2300	Chicago	IL	60606		312-876-1700	rnachman@dykema.com	Counsel to MJ Celco, Inc.
Electronic Data Systems										Representattive for Electronic Data
Corporation	Ayala Hassell	5400 Legacy Dr.	Mail Stop H3-3A-05	Plano	TX	75024		212-715-9100	ayala.hassell@eds.com	Systems Corporation
Ellenberg, Ogier, Rothschild &										
Rosenfeld, P.C.	Barbara Ellis-Monro	170 Mitchell Street, SW		Atlanta	GA	30303		404-581-3818	bem@eorrlaw.com	Counsel to Southwire Company
										Assistant General Counsel to
Entergy Services, Inc.	Alan H. Katz	639 Loyola Ave 26th FI		New Orleans	LA	70113			akatz@entergy.com	Entergy Services, Inc
										Counsel to SPCP Group LLC as
										agent for Silver Point Capital Fund
	Maura I. Russell									LP and Silver Point Capital
		1	l <u>_</u> .	l., ., .	1			1		
Epstein Becker & Green PC	Anthony B. Stumbo	250 Park Ave	11th Floor	New York	NY	10177-1211		212-351-4500	MRussell@ebglaw.com	Offshore Fund Ltd
Dykema Gossett PLLC Electronic Data Systems Corporation Ellenberg, Ogier, Rothschild & Rosenfeld, P.C.	Robert D. Nachman Ayala Hassell Barbara Ellis-Monro	10 South Wacker Drive 5400 Legacy Dr. 170 Mitchell Street, SW	Suite 2300	Chicago Plano Atlanta	TX GA	60606 75024 30303		312-876-1700 212-715-9100	machman@dykema.com ayala.hassell@eds.com bem@eorrlaw.com	Counsel to MJ Celco, Inc. Representattive for Electro Systems Corporation Counsel to Southwire Com Assistant General Counse Entergy Services, Inc

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	EMAIL	PARTY / FUNCTION
										Counsel to CoorsTek, Inc.; Corus,
Faegre & Benson LLP	Elizabeth K. Flaagan	3200 Wells Fargo Center	1700 Lincoln St	Denver	CO	80203-4532		303-607-3694	eflaagan@faegre.com	L.P.
	Louis A. Scarcella								lscarcella@farrellfritz.com	Counsel to Official Committee of
Farrell Fritz PC	Patrick T. Collins	1320 RexCorp Plaza		Uniondale	NY	11556-1320		516-227-0700	pcollins@farrellfritz.com	Equity Holders
	Charles J. Filardi, Jr.,									Counsel to Federal Express
Filardi Law Offices LLC	Esq.	65 Trumbull Street	Second Floor	New Haven	CT	06510		203-562-8588	charles@filardi-law.com	Corporation
Finkel Goldstein Rosenbloom &										Counsel to Pillarhouse (U.S.A.)
Nash LLP	Ted J. Donovan	26 Broadway	Suite 711	New York	NY	10004		212-344-2929	tdonovan@finkgold.com	Inc.
Foley & Lardner LLP	Ann Marie Uetz	500 Woodward Avenue	Suite 2700	Detroit	MI	48226-3489		313-234-7100		Counsel to PBR Tennessee
Foley & Lardner LLP	Jill L. Murch	321 North Clark Street	Suite 2800	Chicago	IL	60610-4764		312-832-4500	jmurch@foley.com	Counsel to Kuss Corporation
			500 Woodward Ave							
Foley & Lardner LLP	John A. Simon	One Detroit Center	Suite 2700	Detroit	MI	48226-3489		313-234-7100		Counsel to Ernst & Young LLP
	John R. Trentacosta								itrentacosta@foley.com	
Foley & Lardner LLP	Katherine R. Catanese	500 Woodward Avenue	Suite 2700	Detroit	MI	48226-3489		313-234-7100	kcatanese@foley.com	Counsel to Kautex Inc.
										Counsel to M&Q Plastic Products
Fox Rothschild LLP	Brian Isen	1301 Atlantic Avenue		Atlantic City	NJ	08401		609-348-2294	bisen@foxrothschild.com	L.P.
										Counsel to M&Q Plastic Products,
Fox Rothschild LLP	Fred Stevens	100 Park Avenue	15th Floor	New York	NY	10017		212-878-7900	fstevens@foxrothschild.com	Inc.
										Counsel to Southwest Metal
Frederick T. Rikkers		419 Venture Court	P.O. Box 930555	Verona	WI	53593		608-848-6350	ftrikkers@rikkerslaw.com	Finishing, Inc.
			201 East Fifth							
Frost Brown Todd LLC	Ronald E. Gold	2200 PNC Center	Street	Cincinnati	ОН	45202-4182		513-651-6156	rgold@fbtlaw.com	Counsel to AKS Receivables, LLC
Fulbright & Jaworski LLP	David A Rosenzweig	666 Fifth Avenue		New York	NY	10103-3198		212-318-3000	drosenzweig@fulbright.com	Counsel to Southwest Research Institute Attorney for Solvay Fluorides, LLC
										Counsel to Southwest Research
Fulbright & Jaworski LLP	Michael M Parker	300 Convent St Ste 2200		San Antonio	TX	78205		210-224-5575	mparker@fulbright.com	Institute
Genovese Joblove & Battista,										Counsel to Ryder Integrated
P.A.	David C. Cimo	100 S.E. 2nd Street	Suite 4400	Miami	FL	33131		305-349-2300	dcimo@gjb-law.com	Logistics, Inc.
Gibbons P.C.	David N. Crapo	One Gateway Center		Newark	NJ	07102-5310		973-596-4523	dcrapo@gibbonslaw.com	Counsel to Epcos, Inc.
	·	·							bhoover@goldbergsegalla.co	·
Goldberg Segalla LLP	Attn Bruce W Hoover	665 Main St Ste 400		Buffalo	NY	14203		716-566-5400	<u>m</u>	Attorneys for MasTec Inc.
										Counsel to International Brotherood of Electrical Workers Local Unions No. 663; International Association of Machinists; AFL-CIO Tool and Die Makers Local Lodge 78, District 10; International Union of Operating Engineers Local Union
Gorlick, Kravitz & Listhaus, P.C.	Barbara S. Mehlsack	17 State Street	4th Floor	New York	NY	10004		212-269-2500	bmehlsack@gkllaw.com	Nos. 18, 101 and 832
Goulston & Storrs, P.C.	Peter D. Bilowz	400 Atlantic Avenue		Boston	MA	02110-333		617-482-1776	pbilowz@goulstonstorrs.com	Counsel to Thermotech Company
Grant & Eisenhofer P.A.	James J Sabella	485 Lexington Ave		New York	NY	10017		646-722-8520	isabella@gelaw.com	Counsel to Teachers Retirement System of Oklahoma; Public Employes's Retirement System of Mississippi; Raifeisen Kapitalanlage-Gesellschaft m.b.H and Stichting Pensioenfords ABP
C.G. A EIGOINIOIDI I .A.	Janioo o Gabella	.00 LOXINGION AVO	1	. 1011 1011	11.4.1	.0017	1	0 10 122 0020	JOSEPHIA @ GOIGHT.COITI	and Stonding I onblochlorus ADI

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Geneberg Traurig, LLP Mario J. D. Conza MetLife Bidg 200 Park Avenue New York NY 10166 212.801.9200 decnystam glasw com Coursel to Sametech Corporation TX 77002 713.9374.5000 TX 77002											
System of Oblahams, Public Employees Retirement 9 System of Miscroping, Rustinesh (Employees Retirement 9 System of Miscroping, Rustinesh (Employees) Retirement 9 System of Miscroping, Rustinesh (COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	EMAIL	PARTY / FUNCTION
System of Oblahams, Public Employees Retirement 9 System of Miscroping, Rustinesh (Employees Retirement 9 System of Miscroping, Rustinesh (Employees) Retirement 9 System of Miscroping, Rustinesh (
Grant & Elsenhofer P.A. Jay W. Eisenhofer 46 Rockefeller Center 550 Fith Avenue New York NY 10111 212-756-5601											
Grant & Eiserhofer P.A. Jay W. Eiserhofer As Rockeleter Center As Rockeleter As Rockeleter As Rockeleter Center As Rockeleter As Rockeleter											
Gratz, Miller & Brueggernan, S.C. Matthew R. Robbins 1555 N. RoverCenter Drive Sulte 202 Millerable 202 M											
Second Reservoir Comment Second Reservoir Co											
Counted to International Brotherwood of Electrical Workers Local Urones No. 623-0 Advantage Local Urones No. 623-0	Grant & Eigenhefer B A	lay W. Eisanbafar	45 Packafallar Cantar	650 Eifth Avenue	Now York	NV	10111		212 755 6501	icisanhafar@galaw.com	
Brotherond of Electrical Workers Brotherond of Electrical Workers Brotherond of Electrical Workers Local Union No. 683, International Association of Machinery, AFT-COT Total Control of Dept.	Giant & Eisenholer F.A.	Jay W. Elserillorei	45 Nockeleller Certier	030 Filli Avenue	New TOIK	INI	10111		212-755-6501	<u>jeiseimolei @ gelaw.com</u>	and Stichting Fensioeniords ABF
Brotherond of Electrical Workers Brotherond of Electrical Workers Brotherond of Electrical Workers Local Union No. 683, International Association of Machinery, AFT-COT Total Control of Dept.											Counsel to International
Cart Miles & Brueggeman, S.C. Matthew R. Robbins 1555 N. RiverCenter Drive Suite 202 Milwaukee Wi S3212 414-271-4500 mr (i) previant.com Matchiness, AFL-Cio Tool and Die Greenfelder, Suite Miles M											
Gride Microsopher Surgeon Su											
Grazt Miles & Brueggeman, S. C. Matthew R. Robbins 1555 N. River-Center Drive Suite 202 Milwaukee Wi 53212 414-271-4500 mm/B previant.com Alexen Local Lodge 78, Darint 10 Coursel for Stories (Industries; Battswiller Tool & Dire; PIA Group; PI											
Michael Debbler, Susan Group Head & Ritchey LLP M. Argo 1000 Fith Third Center 511 Walnut Street Cincinnati OH 45/02 513-621-6845 Metable Bidg Samework Group Fith Fith General Center Stateward For 63 (bit, Ph Group, Receivery Traving, LLP Shari I. Heyen 1000 Louisiana Sulta 1800 Houston TX 77002 713-371-3800 teyers (inclined comparation of the comparation of the comparation Samework											Machinists; AFL-CIO Tool and Die
Michael Debber, Susan Margo 1900 Fifth Third Center 511 Walnut Street Cincinnati OH 4520 513-621-0464 melebbeler@grayidn.com Reliable Casalings Reliable Capital (Capital Capital Photoston TX T7002 T713-74-5800 document to Samtech Copporation Coursel to Samtech Copporation Christopher Jahro Reliable Casalings Reliable Capital Reliable Casalings Reliable Casalings Reliable Capital Reliable (Capital Reliable Capital Reliable Capital Reliable Capital Reliable Capital Reliable Capital Reliable (Capital Reliable Capital Reliable Capital Reliable Capital Reliable Capital Reliable Capital Reliable Capital Reliable (Capital Reliable Capital Reliable Capital Reliable Capital Reliable Capital Reliable Capital Reliable (Capital Reliable Capital Reliable (Capital Reliable Capital Reliable Ca	Gratz, Miller & Brueggeman, S.C.	Matthew R. Robbins	1555 N. RiverCenter Drive	Suite 202	Milwaukee	WI	53212		414-271-4500	mrr@previant.com	Makers Local Lodge 78, District 10
Graydon Head & Ritchey LLP M. Argo 1900 Fith Third Center 511 Walnut Street Colorante Colorate C											Counsel to Grote Industries;
Greenberg Traurig, LLP		J. Michael Debbler, Susan									
Campaign Traurig LP Shari L Heyen 1000 Louisiana Suite 1800 Houston TX 77002 713-374-3500 News Sales Comparison Comment Co	Graydon Head & Ritchey LLP		1900 Fifth Third Center		Cincinnati						
Cherie Macdonald Cherie Macd											
P.C. J. Patrick Bradley 10 S. Broadway Suite 200 St. Louis MO 63102 314-241-9960			1000 Louisiana	Suite 1800	Houston	TX	77002		713-374-3500		Counsel to Samtech Corporation
Lawrence E Oscar Hahn Loeser & Parks LLP Christopher W Peer 200 Public Square Suile 2800 Cleveland OH 44114 216-621-0150 226-621-0150 2											
Lawrence E Oscar Lawrence E Oscar Christopher W Peer 200 Public Square Suite 2800 Cleveland OH 44114 216-621-0150 Coese@hahnlaw.com Automotive, Inc. Course to Pacific Gas Turbine Course to Pacific	P.C.	J. Patrick Bradley	10 S. Broadway	Suite 200	St. Louis	MO	63102		314-241-9090	jpb@greensfelder.com	
Hahn Loeser & Parks LLP Christopher I Weer Alan D. Halperin Alanourie, McC. Automotive, C. Au											
Alan D. Halperin Christopher J. Battaglia Alan D. Halperin Alan J. H											
Alan D. Halperin Christopher J. Battaglia Alich, LLP Halperin Battaglia Raicht, LLP Halperin Battaglia Raicht, LLP R. John Clark Esq 1500 Tower I PO Box 4976 Syracuse NY 13221-4976 Harrington, Dragich & O'Neill PLC David G Dragich Harris D. Leinwand Harris D.	Hahn Loeser & Parks LLP	Christopher W Peer	200 Public Square	Suite 2800	Cleveland	ОН	44114		216-621-0150	cpeer@hahnlaw.com	
Christopher J Battaglia Alalperin Battaglia Raicht, LLP Julie D. Dyas 555 Madison Avenue 9th Floor New York NY 10022 212-765-9100 jdyas@halperinlaw.net Julie D. Dyas 555 Madison Avenue 9th Floor New York NY 10022 315-471-3151 jdyas@halperinlaw.net Julie D. Dyas 555 Madison Avenue 9th Floor New York NY 10022 315-471-3151 jdyas@halperinlaw.net Julie D. Dyas 555 Madison Avenue 9th Floor New York NY 13221-4976 315-471-3151 jdyas@halperinlaw.net Julie D. Dyas 555 Madison Avenue 9th Floor New York NY 13221-4976 315-471-3151 jdyas@halperinlaw.net Julie D. Counsel to Aliance Precision Plastics Corporation Counsel to Intermet Corporation Counsel to Intermet Corporation Counsel to Baker Pletrolite New York NY 10017 212-725-738 haleinwand@acl.com Corporation Loursel to Baker Pletrolite Counsel to Baker Pletrolite New York NY 10017 212-725-738 haleinwand@acl.com Corporation Loursel to Baker Pletrolite New York NY 10017 212-725-738 haleinwand@acl.com Corporation Loursel to Baker Pletrolite Counsel to Baker Pletrolite New York NY 10017 212-725-738 haleinwand@acl.com Corporation Loursel to Baker Pletrolite Counsel to Pletrolite Counsel to Pletrolite Counsel to Pletrolite Cou		Alex B. Helevele								at a grand a State of state of	
Halperin Battaglia Raicht, LLP Julie D. Dyas 555 Madison Avenue 9th Floor New York NY 10022 212-765-9100 dyas @halperinlaw.net Automotive, inc Counsel to Alliance Precision Plastics Corporation Plastics											
Hancock & Estabrook LLP R John Clark Esq 1500 Tower I PO Box 4976 Syracuse NY 13221-4976 315-471-3151 riglark@hancocklaw.com Plastics Corporation Plastics Corporation Counsel to Alliance Precision Plastics Corporation Counsel to Intermet Corporation Plastics Corporation Counsel to Intermet Corporation Counsel to Intermet Corporation Counsel to Intermet Corporation Counsel to Intermet Corporation New York NY 10017 212-725-7338 highwand@aol.com Counsel to Simco Construction, Inc. Counsel to Simco Construction, Inc. Counsel to Highland Capital Management, L.P. Lenard M. Parkins Lenard M. Parkin	Holporio Bottoglio Boight II B	,	EEE Madison Avenue	Oth Floor	Now Vorle	NIV	10022		212 765 0100		
Hancock & Estabrook LLP R. John Clark Esq 1500 Tower I PO Box 4976 Syracuse NY 13221-4976 315-471-3151 riglark @ hancocklaw.com Plastics Corporation	naipeiiri ballagiia Raichi, LLP	Julie D. Dyas	555 Madison Avenue	9111 F1001	New TOIK	INT	10022		212-705-9100	juyas@naipenniaw.net	
Harrington, Dragich & O'Neill PILC David G Dragich 21043 Mack Avenue Woods Woods MI 48236 313-886-4550 ddragich@hdolaw.com Counsel to Intermet Corporation Counsel to Eaker Hughes Incorporated, Baker Petrollie Counsel to Eaker Petrollie Counsel to Simo Construction, Inc. Counsel to Highland Capital Management, L.P. Counsel to Highland Capital Management, L.P. Management, L.P. Counsel to Counsel to Highland Capital Management, L.P. Management, L.P. Management, L.P. Counsel to Highland Capital Management, L.P. Management, L.P. Management, L.P. Management, L.P. Counsel to Highland Capital Management, L.P. Management, L.P. Management, L.P. Management, L.P. Management, L.P. Counsel to Canno U.S.A., Inc. and Service Statella Avenue Suite 400 Anaheim CA 92806 714-940-7120 Management, L.P. Counsel to Hewlett-Packard Company Murray Hill NJ 07974 908-898-4760 Sharon petrosino@hp.com Financial Services Company Murray Hill NJ 07974 908-898-4760 Sharon petrosino@hp.com Financial Services Company Financial	Hancock & Estabrook I I P	R John Clark Esq	1500 Tower I	PO Box 4976	Syracuse	NY	13221-4976		315-471-3151	riclark@hancocklaw.com	
PLLC		Tr boilin blank Ebq	1000 104011	1 0 Box 1070			10221 1070		010 41 1 0101	IJOIAIN @HAHOOOKIAW.OOHI	I ladied corporation
Harris D. Leinwand Harris D. Leinwand SJ5 Madison Avenue Suite 901 New York NY 10017 212-725-7338 hleinwand@aol.com Corporated: Baker Hughes Incorporated: Baker Petrolite Corporation Haskell Slaughter Young & Rediker LLC Robert H. Adams 2001 Park Place North Suite 1400 Birmingham AL 35203 205-251-1000 that Place North Suite 1400 Birmingham AL 35203 205-251-1000 that Place North Suite 1400 New York NY 10022 212-659-7300 m Management, L.P. Lenard M. Parkins Lenard M. Parkins Lenard M. Parkins Lenard M. Parkins Alexand Boone, LLP Kenric D. Kattner I Houston Center Suite 2100 Houston TX 77010 713-547-2000 om Management, L.P. Counsel to Highland Capital Management, L.P. Herrick, Feinstein LLP Paul Rubin 2 Park Avenue New York NY 10016 212-592-1448 prubin@herrick.com Schmidt Technology GmbH New York NY 10016 212-592-1448 prubin@herrick.com Counsel to Hewlett-Packard Company Kenneth F. Higman 2125 E. Katella Avenue Suite 400 Anaheim CA 92806 714-940-7120 ken.higman@hp.com Counsel to Hewlett-Packard Hewlett-Packard Company Sharon Petrosino 420 Mountain Avenue Murray Hill NJ 07974 908-898-4760 sharon, petrosino@hp.com Financial Services Company	PLLC	David G Dragich	21043 Mack Avenue			MI	48236		313-886-4550	ddragich@hdolaw.com	Counsel to Intermet Corporation
Harris D. Leinwand Boone, LLP Robert H. Adams 2001 Park Place North Suite 1400 Birmingham AL 35203 205-251-1000 make like like like like like like like li											
Haskell Slaughter Young & Robert H. Adams 2001 Park Place North Suite 1400 Birmingham AL 35203 205-251-1000 fm@hsv.com inc. Haynes and Boone, LLP Judith Elkin 153 East 53rd Street Suite 4900 New York NY 10022 212-659-7300 m											Incorporated; Baker Petrolite
Rediker LLC	Harris D. Leinwand	Harris D. Leinwand	315 Madison Avenue	Suite 901	New York	NY	10017		212-725-7338	hleinwand@aol.com	Corporation
Haynes and Boone, LLP Judith Elkin 153 East 53rd Street Suite 4900 New York NY 10022 212-659-7300 m Suite 4900 New York NY 10022 212-659-7300 m Management, L.P. Lenard M. Parkins Lenard M. Parkins Lenard M. Parkins Kenric D. Kattner 1 Houston Center Suite 2100 Houston TX 77010 713-547-2000 TX 77010 713-547-2000 Management, L.P. Counsel to Highland Capital Management, L.P. Counsel to Highland Capital Management, L.P. Counsel to Highland Capital Management, L.P. Counsel to Fanon U.S.A., Inc. and Schmidt Technology GmbH Hewlett-Packard Company Kenneth F. Higman 2125 E. Katella Avenue Suite 400 Anaheim CA 92806 714-940-7120 ken.higman@hp.com Counsel to Highland Capital Management, L.P. Counsel to Hewlett-Packard Counsel to Hewlett-Packard Counsel to Hewlett-Packard Company Counsel to Hewlett-Packard Founsel to Hewlett-Packa	Haskell Slaughter Young &										Counsel to Simco Construction,
Haynes and Boone, LLP Judith Elkin 153 East 53rd Street Suite 4900 New York NY 10022 212-659-7300 In Management, L.P. Lenard M. Parkins (Lenard M. Parkins (Management, L.P.) Lenard M. Parkins Kenric D. Kattner 1 Houston Center Suite 2100 Houston TX 77010 713-547-2000 TX 77010 713-547-2000 TX Anaheim Counsel to Highland Capital Management, L.P. Counsel to Lenard M. Parkins (Management, L.P.) Counsel to Canon U.S.A., Inc. and Schmidt Technology GmbH Counsel to Canon U.S.A., Inc. and Schmidt Technology GmbH Counsel to Hewlett-Packard Company Kenneth F. Higman 2125 E. Katella Avenue Suite 400 Anaheim CA 92806 714-940-7120 Ken.higman@hp.com Counsel to Hewlett-Packard Company Counsel to Hewlett-Packard Company Counsel to Hewlett-Packard Company Counsel to Hewlett-Packard Company Counsel to Hewlett-Packard Company Counsel to Hewlett-Packard Company Company Counsel to Hewlett-Packard Company Company Counsel to Hewlett-Packard Financial Services Company	Rediker LLC	Robert H. Adams	2001 Park Place North	Suite 1400	Birmingham	AL	35203		205-251-1000		-
Lenard M. Parkins Lenard M. Parkins Haynes and Boone, LLP Kenric D. Kattner 1 Houston Center Suite 2100 Houston TX T7010 T13-547-2000 Management, L.P. Counsel to Highland Capital Management, L.P. Counsel to Canon U.S.A., Inc. and Schmidt Technology GmbH Counsel to Hewlett-Packard Counsel to Hewlett-Packard Counsel to Hewlett-Packard Counsel to Canon U.S.A., Inc. and Schmidt Technology GmbH Counsel to Hewlett-Packard Sharon Petrosino Sharon Petrosino Sharon Petrosino Financial Services Company										judith.elkin@haynesboone.co	Ŭ .
Lenard M. Parkins Haynes and Boone, LLP Lenard M. Parkins Kenric D. Kattner 1 Houston Center 1 Houston TX 1 Houston TA 1 Houston Tolles 1 Houston TX 1 Houston Tolles 1 Houston TX 1 Houston Tolles	Haynes and Boone, LLP	Judith Elkin	153 East 53rd Street	Suite 4900	New York	NY	10022		212-659-7300	<u>m</u>	Management, L.P.
Lenard M. Parkins Haynes and Boone, LLP Kenric D. Kattner 1 Houston Center Suite 2100 Houston TX 77010 713-547-2000 m Management, L.P. Counsel to Highland Capital Management, L.P. Counsel to Canon U.S.A., Inc. and Schmidt Technology GmbH New York NY 10016 212-592-1448 Prubin@herrick.com Counsel to Houston U.S.A., Inc. and Schmidt Technology GmbH New York NY 10016 212-592-1448 Prubin@herrick.com Counsel to Hewlett-Packard Suite 400 Anaheim CA 92806 714-940-7120 Ramona S. Neal 314 Boise ID 83714-0021 208-396-6484 Ramona neal@hp.com Counsel to Hewlett-Packard Counsel to Hewlett-Packard Suite 400 Anaheim CA 92806 714-940-7120 Ramona neal@hp.com Counsel to Hewlett-Packard Counsel to Hewlett-Packard Financial Services Company Financial Services Company											
Haynes and Boone, LLP Kenric D. Kattner 1 Houston Center Suite 2100 Houston TX 77010 713-547-2000 om Management, L.P. Herrick, Feinstein LLP Paul Rubin 2 Park Avenue New York NY 10016 212-592-1448 prubin@herrick.com Schmidt Technology GmbH Hewlett-Packard Company Kenneth F. Higman 2125 E. Katella Avenue Suite 400 Anaheim CA 92806 714-940-7120 ken.higman@hp.com Company Hewlett-Packard Company Ramona S. Neal 314 Boise ID 83714-0021 208-396-6484 Ramona.neal@hp.com Company Hewlett-Packard Company Sharon Petrosino 420 Mountain Avenue Murray Hill NJ 07974 908-898-4760 sharon.petrosino@hp.com Financial Services Company											
Herrick, Feinstein LLP Paul Rubin 2 Park Avenue New York NY 10016 212-592-1448 prubin@herrick.com Schmidt Technology GmbH Counsel to Canon U.S.A., Inc. and Schmidt Technology GmbH Counsel to Hewlett-Packard Scharon Petrosino Ala Murray Hill NJ 07974 908-898-4760 Scharon Petrosino@hp.com Financial Services Company						- ->/	===				
Herrick, Feinstein LLP Paul Rubin 2 Park Avenue New York NY 10016 212-592-1448 prubin@herrick.com Schmidt Technology GmbH Counsel to Hewlett-Packard Company Hewlett-Packard Company Ramona S. Neal 11311 Chinden Blvd., M/S 314 Boise ID 83714-0021 208-396-6484 Ramona.neal@hp.com Counsel to Hewlett-Packard Company Counsel to Hewlett-Packard Company Hewlett-Packard Company Sharon Petrosino 420 Mountain Avenue Murray Hill NJ 07974 Paul Rubin 212-592-1448 prubin@herrick.com Schmidt Technology GmbH Counsel to Hewlett-Packard Company Counsel to Hewlett-Packard Financial Services Company	Haynes and Boone, LLP	Kenric D. Kattner	1 Houston Center	Suite 2100	Houston	IX	77010		/13-54/-2000	<u>om</u>	
Hewlett-Packard Company Kenneth F. Higman 2125 E. Katella Avenue Suite 400 Anaheim CA 92806 714-940-7120 ken.higman@hp.com Counsel to Hewlett-Packard Company Hewlett-Packard Company Ramona S. Neal 11311 Chinden Blvd., M/S Boise ID 83714-0021 208-396-6484 Ramona.neal@hp.com Counsel to Hewlett-Packard Counsel to Hewlett-Packard Counsel to Hewlett-Packard Counsel to Hewlett-Packard Foundation Hewlett-Packard Anaheim NJ Org74 908-898-4760 Sharon.petrosino@hp.com Financial Services Company	Horrick Edinatoin III B	Daul Pubin	2 Park Avanua		Now York	NIV	10016		212 502 1449	prubin@borrick.com	
Hewlett-Packard Company Kenneth F. Higman 2125 E. Katella Avenue Suite 400 Anaheim CA 92806 714-940-7120 ken.higman@hp.com Company 11311 Chinden Blvd., M/S Hewlett-Packard Company Ramona S. Neal 314 Boise ID 83714-0021 208-396-6484 Ramona.neal@hp.com Company Hewlett-Packard Company Sharon Petrosino 420 Mountain Avenue Murray Hill NJ 07974 908-898-4760 sharon.petrosino@hp.com Financial Services Company	Herrick, Fellistelli LLF	Faul Kubili	2 Fair Avenue		New TOIK	INT	10010		212-392-1446	prublin@nemck.com	
Hewlett-Packard Company Ramona S. Neal 314 Boise ID 83714-0021 208-396-6484 Ramona.neal@hp.com Counsel to Hewlett-Packard Hewlett-Packard Company Sharon Petrosino 420 Mountain Avenue Murray Hill NJ 07974 908-898-4760 sharon.petrosino@hp.com Financial Services Company	Hewlett-Packard Company	Kenneth F. Higman	2125 F. Katella Avenue	Suite 400	Anaheim	CA	92806		714-940-7120	ken higman@hn.com	
Hewlett-Packard Company Ramona S. Neal 314 Boise ID 83714-0021 208-396-6484 Ramona.neal@hp.com Company Hewlett-Packard Company Sharon Petrosino 420 Mountain Avenue Murray Hill NJ 07974 908-898-4760 Sharon.petrosino@hp.com Financial Services Company			2.25 E. Ratolia Avende	Caito 100	, and tout	<i>-</i> .	32000	<u> </u>	. 1-1 5-70 7 120	norming marries rip. totil	- Company
Hewlett-Packard Company Ramona S. Neal 314 Boise ID 83714-0021 208-396-6484 Ramona.neal@hp.com Company Hewlett-Packard Company Sharon Petrosino 420 Mountain Avenue Murray Hill NJ 07974 908-898-4760 Sharon.petrosino@hp.com Financial Services Company			11311 Chinden Blvd M/S								Counsel to Hewlett-Packard
Hewlett-Packard Company Sharon Petrosino 420 Mountain Avenue Murray Hill NJ 07974 908-898-4760 sharon.petrosino@hp.com Financial Services Company	Hewlett-Packard Company	Ramona S. Neal			Boise	ID	83714-0021		208-396-6484	Ramona.neal@hp.com	
Hewlett-Packard Company Sharon Petrosino 420 Mountain Avenue Murray Hill NJ 07974 908-898-4760 sharon.petrosino@hp.com Financial Services Company											
	Hewlett-Packard Company	Sharon Petrosino	420 Mountain Avenue		Murray Hill	NJ	07974		908-898-4760	sharon.petrosino@hp.com	
	Hinckley Allen & Snyder LLP	Michael J Pendell	185 Asylum St CityPlace I	35th Floor	Hartford	CT	06103-3488		860-725-6200		Counsel to Barnes Group, Inc.

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	EMAIL	PARTY / FUNCTION
									echarlton@hiscockbarclay.co	
Hiscock & Barclay, LLP	J. Eric Charlton	300 South Salina Street	PO Box 4878	Syracuse	NY	13221-4878		315-425-2716	<u>m</u>	Counsel to GW Plastics, Inc.
Hodgson Russ LLP	Garry M. Graber	The Guaranty Building	140 Pearl Street, Suite 100	Buffalo	NY	14202-4040		716-856-4000	ggraber@hodgsonruss.com	Counsel to Hexcel Corporation; Unifrax I LLC f/k/a Unifrax Corporation
			140 Pearl Street,							Counsel to Unifrax I LLC f/k/a
Hodgson Russ LLP	James C. Thoman	The Guaranty Building	Suite 100	Buffalo	NY	14202-4040		716-856-4000	jthoman@hodgsonruss.com	Unifrax Corporation
Hogan & Hartson L.L.P.	Audrey Moog	Columbia Square	555 Thirteenth Street, N.W.	Washington	D.C.	20004-1109		202-637-5677	amoog@hhlaw.com	Counsel to Umicore Autocat Canada Corp.
Hogan & Hartson L.L.P.	Edward C. Dolan	Columbia Square	555 Thirteenth Street, N.W.	Washington	D.C.	20004-1109		202-637-5677	ecdolan@hhlaw.com	Counsel to Umicore Autocat Canada Corp.
Hogan & Hartson L.L.P.	Scott A. Golden	875 Third Avenue		New York	NY	10022		212-918-3000	sagolden@hhlaw.com	Counsel to XM Satellite Radio Inc.
Hogan Lovells US LLP	Matthew P Morris	875 Third Avenue		New York	NY	10022		212-918-3000	matthew.morris@hoganlovells.	Counsel to TESA AG
Honigman, Miller, Schwartz and			660 Woodward							Counsel to Fujitsu Ten Corporation
Cohn, LLP	Donald T. Baty, Jr.	2290 First National Building	Avenue	Detroit	MI	48226		313-465-7314	dbaty@honigman.com	of America
Honigman, Miller, Schwartz and Cohn, LLP	E. Todd Sable	2290 First National Building	660 Woodward Avenue	Detroit	МІ	48226		313-465-7548	tsable@honigman.com	Counsel to Valeo Climate Control Corp.; Valeo Electrical Systems, Inc Motors and Actuators Division; Valeo Electrical Systems, Inc Wipers Division; Valeo Switches & Detection System, Inc.
Honigman, Miller, Schwartz and			660 Woodward							Counsel to Affina Group Holdings
Cohn, LLP Honigman, Miller, Schwartz and Cohn, LLP	I. W. Winsten, Esq. Lawrence J. Murphy	2290 First National Building 2290 First National Building	Avenue 660 Woodward Ave	Detroit Detroit	MI	48226 48226		313-465-7608 313-465-7488		Inc. Attorneys for Guide Corporation and Lightsource Parent Corporation
Honigman, Miller, Schwartz and Cohn, LLP	Seth A Drucker	2290 First National Building	660 Woodward Avenue Ste 2290	Detroit	MI	48226		242 465 7626	sdrucker@honigman.com	Counsel for Valeo Climate Control, Corp.
CONIII, LLP	Seth A Diuckei	2290 First National Building	Avenue Sie 2290	Detroit	IVII	40220		313-405-7626	Strucker @nonigman.com	Corp.
Howard & Howard Attorneys PC	Lisa S Gretchko	39400 Woodward Ave	Ste 101	Bloomfield Hills	МІ	48304-5151		248-723-0396	lgretchko@howardandhoward. com	Intellectual Property Counsel for Delphi Corporation, et al.
Howick, Westfall, McBryan & Kaplan, LLP	Louis G. McBryan	3101 Tower Creek Parkway	Ste 600 One Tower Creek	Atlanta	GA	30339		678-384-7000	Imcbryan@hwmklaw.com	Counsel to Vanguard Distributors, Inc.
Hunter & Schank Co. LPA	John J. Hunter	One Canton Square	1700 Canton Avenue	Toledo	ОН	43624		419-255-4300	jrhunter@hunterschank.com	Counsel to ZF Group North America Operations, Inc.
Hunter & Schank Co. LPA Hunton & Wiliams LLP	Thomas J. Schank Steven T. Holmes	One Canton Square Energy Plaza, 30th Floor	1700 Canton Avenue 1601 Bryan Street	Toledo Dallas	OH TX	43624 75201		419-255-4300 214-979-3000		Counsel to ZF Group North America Operations, Inc. Counsel to RF Monolithics, Inc.
Hurwitz & Fine P.C.	Ann E. Evanko	1300 Liberty Building	1001 biyan Sileet	Buffalo	NY	14202		716-849-8900	aee@hurwitzfine.com	Counsel to Jiffy-Tite Co., Inc.
Ice Miller	Ben T. Caughey	One American Square	Box 82001	Indianapolis	IN	46282-0200			Ben.Caughey@icemiller.com	Counsel to Sumco, Inc.

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY PHONE	EMAIL	PARTY / FUNCTION
				<u> </u>				henry.efroymson@icemiller.co	
Ice Miller LLP	Henry A. Efroymson	One American Square	29th Floor	Indianapolis	IN	46482	317-236-2397	m	Counsel to Fin Machine Co. Ltd
Infineon Technologies North									General Counsel & Vice President for Infineon Technologies North
America Corporation	Greg Bibbes	1730 North First Street	M/S 11305	San Jose	CA	95112	408-501-6442	greg.bibbes@infineon.com	America Corporation
America corporation	Oreg bibbes	1730 North First Officet	W/O 11303	Odii 0030	- OA	33112	400 301 0442	greg.blbbes@iiiiiieon.com	Global Account Manager for
Infineon Technologies North America Corporation	Jeff Gillespie	2529 Commerce Drive	Suite H	Kokomo	IN	46902	765-454-2146	jeffery.gillispie@infineon.com	Infineon Technologies North America
·	'								Counsel to International
International Union of Operating Engineers	Richard Griffin	1125-17th Avenue, N.W.		Washington	DC	20036	202-429-9100	rgriffin@iuoe.org	Brotherood of Electrical Workers Local Unions No. 663; International Association of Machinists; AFL-CIO Tool and Die Makers Local Lodge 78, District 10; International Union of Operating Engineers Local Union Nos. 18, 101 and 832
Engineers	Trionara Offinin	1125 Trut Avenue, N.W.		washington	100	20000	202 423 3100	Igiiiiii e idoc.org	1403. 10, 101 and 032
Jackson Walker LLP	Bruce J. Ruzinsky	1401 McKinney St Ste 1900		Houston	TX	77010	713-751-4200	bruzinsky@jw.com	Counsel to Constellation NewEnergy, Inc.
									Counsel to Constellation
Jackson Walker LLP	Heather M. Forrest	901 Main St Ste 600		Dallas	TX	75202	214-953-6000	hforrest@jw.com	NewEnergy, Inc.
James R Scheuerle	Parmenter O'Toole	601 Terrace Street	PO Box 786	Muskegon	MI	49443-0786	231-722-1621	JRS@Parmenterlaw.com	Counsel to Port City Die Cast and Port City Group Inc
	Will Schultz, General	=	0 % 0400			=====			General Counsel to Jason
Jason, Inc.	Counsel	411 E. Wisconsin Ave	Suite 2120	Milwaukee	WI	53202	414-277-2110	wschultz@jasoninc.com	Incorporated
									Counsel to SPX Corporation (Contech Division), Alcan Rolled Products-Ravenswood, LLC,
Jenner & Block LLP	Ronald R. Peterson	One IBM Plaza		Chicago	IL	60611	312-222-9350	rpeterson@jenner.com	Tenneco Inc. and Contech LLC
Johnston, Harris Gerde &		200 5 44 84		D 0"		00404	050 500 0404		Counsel to Peggy C. Brannon, Bay
Komarek, P.A.	Jerry W. Gerde, Esq.	239 E. 4th St.		Panama City	FL	32401	850-763-8421	gerdekomarek@bellsouth.net	County Tax Collector
Jones Day	Corinne Ball	222 East 41st Street		New York	NY	10017	212-326-7844	cball@jonesday.com	Counsel to WL. Ross & Co., LLC Attorneys for Symantec
	Peter J. Benvenutti							pjbenvenutti@jonesday.com	Corporation, Successor-in-Interest
Jones Day	Michaeline H. Correa	555 California St 26th Floor		San Francisco	CA	94104	415-626-3939		to Veritas Corporation
56.166 2 4)	micriacimic i ii conta			Can i i anologo	0,1	0.1.01	1.10 020 0000		to vernae corporation
Jones Day Karel S. Karpe P.C. d/b/a	Scott J. Friedman	222 East 41st Street		New York	NY	10017	212-326-3939	sifriedman@jonesday.com	Counsel to WL. Ross & Co., LLC
KarpeLaw	Karel S. Karpe	44 Wall Street	12th Floor	New York	NY	10005	212-461-2250	kkarpe@karpelaw.com	Counsel to United Parcel Service
·	·								Counsel to TDK Corporation America and MEMC Electronic
Katten Muchin Rosenman LLP	John P. Sieger, Esq.	525 West Monroe Street		Chicago	IL	60661	312-902-5200	john.sieger@kattenlaw.com	Materials, Inc.
Kaye Scholer LLP	Richard G Smolev	425 Park Avenue		New York	NY	10022-3598	212-236-8000	rsmolev@kayescholer.com	Counsel to InPlay Technologies Inc
Kegler, Brown, Hill & Ritter Co., LPA	Kenneth R. Cookson	65 East State Street	Suite 1800	Columbus	ОН	43215	614-426-5400	kcookson@keglerbrown.com	Counsel to Solution Recovery Services

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	EMAIL	PARTY / FUNCTION
Keller Rohrback L.L.P.	Lynn Lincoln Sarko Cari Campen Laufenberg Erin M. Rily	1201 Third Avenue	Suite 3200	Seattle	WA	98101		206-623-1900	Isarko@kellerrohrback.com claufenberg@kellerrohrback.c om eriley@kellerrohrback.com	Counsel to Neal Folck, Greg Bartell, Donald McEvoy, Irene Polito, and Thomas Kessler, on behalf of themselves and a class of persons similarly situated, and on behalf of the Delphi Savings- Stock Purchase Program for Salaried Employees in the United States and the Delphi Personal Savings Plan for Hourly-Rate Employees in the United States
			3101 North Central							Counsel to Neal Folck, Greg Bartell, Donald McEvoy, Irene Polito, and Thomas Kessler, on behalf of themselves and a class of persons similarly situated, and on behalf of the Delphi Savings- Stock Purchase Program for Salaried Employees in the United States and the Delphi Personal Savings Plan for Hourly-Rate
Keller Rohrback P.L.C.	Gary A. Gotto	National Bank Plaza	Avenue, Suite 900	Phoenix	AZ	85012		602-248-0088	ggotto@kellerrohrback.com	Employees in the United States Counsel to the Pension Benefit
Kelley Drye & Warren, LLP	Craig A. Wolfe	101 Park Avenue		New York	NY	10178		212-808-7800	cwolfe@kelleydrye.com	Guaranty Corporation Counsel to the Pension Benefit
Kelley Drye & Warren, LLP	Merrill B. Stone	101 Park Avenue		New York	NY	10178		212-808-7800	mstone@kellevdrye.com	Guaranty Corporation Counsel to The International Union of Electronic, Salaried, Machine and Furniture Workers - Communications Workers of
Kennedy, Jennick & Murray	Susan M. Jennik	113 University Place	7th Floor	New York	NY	10003		212-358-1500	sjennik@kjmlabor.com	America Counsel to The International Union of Electronic, Salaried, Machine and Furniture Workers - Communications Workers of
Kennedy, Jennick & Murray	Thomas Kennedy		7th Floor	New York	NY	10003			tkennedy@kjmlabor.com	America
Kerr Russell & Weber PLC	James E. DeLine	500 Woodward Avenue	Suite 2500	Detroit	MI	48226		313-961-0200		Counsel to Pontiac Coil, Inc.
Kerr Russell & Weber PLC	Patrick Warren Hunt	500 Woodward Avenue	Suite 2500	Detroit	MI	48226		313-961-0200	pwh@krwlaw.com	Counsel to Pontiac Coil, Inc.
King & Spalding, LLP	H. Slayton Dabney, Jr.	1185 Avenue of the Americas		New York	NY	10036		212-556-2100	sdabney@kslaw.com	Counsel to KPMG LLP
Kirkland & Ellis LLP	David Spiegel	300 North LaSalle		Chicago	IL	60654	1	312-862-2000	david.spiegel@kirkland.com	
Kirkland & Ellis LLP	Jim Stempel	200 East Randolph Drive		Chicago	IL	60601		312-861-2000	jstempel@kirkland.com	Counsel to Lunt Mannufacturing Company
Kirkpatrick & Lockhart Nicholson Graham LLP	Edward M. Fox	599 Lexington Avenue	2015 1001	New York	NY	10022		212-536-4812	efox@klng.com	Counsel to Wilmington Trust Company, as Indenture trustee
Kakama Can & Fuel Company	Patti E Pope Revenue	Northern Indiana Public	801 East 86th	Morrillyillo	IN	46440			nonono Onicourso com	Kakama Caa & Fual Campani
Kokomo Gas & Fuel Company Kramer Levin Naftalis & Frankel LLP	Recovery Manager	Service Company	Avenue	Merrillville		10036		242 745 0402	pepope@nisource.com	Kokomo Gas & Fuel Company Counsel to HP Enterprise Services, LLC; Vishay Americas
LLF	Jordan D Kaye	1177 Avenue of the Americas		New York	NY	10036		212-715-9489	jkaye@kramerlevin.com	Inc.

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	EMAIL	PARTY / FUNCTION
										Co-Counsel for Delphi Salaried
	Lawrence W. Schmits	One Indiana Square, Suite								Retirees Association Benefit Trust
Krieg Devault LLP	Esq.	2800		Indianapolis	IN	46204		317-238-6271	Ischmits@kdlegal.com	VEBA Committee
										Co-Counsel for Delphi Salaried
		One Indiana Square, Suite								Retirees Association Benefit Trust
Krieg Devault LLP	Patricia L. Beaty Esq	2800		Indianapolis	IN	46204		317-636-4341	pbeaty@kdlegal.com	VEBA Committee
Krugliak, Wilkins, Griffiths &										
Dougherty CO., L.P.A.	Sam O. Simmerman	4775 Munson Street N.W.	P.O. Box 36963	Canton	OH	44735-6963		330-497-0700	sosimmerman@kwgd.com	Counsel to for Millwood, Inc.
										Counsel to DaimlerChrysler
										Corporation; DaimlerChrylser
										Motors Company, LLC;
Kutak Rock LLP	Jay Selanders	1010 Grand Blvd Ste 500		Kansas City	MO	64106		816-502-4617	jay.selanders@kutakrock.com	DaimlerChrylser Canada, Inc.
Kutchin & Rufo, P.C.	Edward D. Kutchin	Two Center Plaza	Suite 620	Boston	MA	02108-1906		617-542-3000	ekutchin@kutchinrufo.com	Counsel to Parlex Corporation
Kutchin & Rufo, P.C.	Kerry R. Northrup	Two Center Plaza	Suite 620	Boston	MA	02108-1906		617-542-3000	knorthup@bmklegal.com	Counsel to Parlex Corporation
Lambert. Leser, Isackson, Cook	&									
Guinta, P.C.	Adam D. Bruski	309 Davidson Building	PO Box 835	Bay City	MI	48707-0835		989-893-3518	adbruski@lambertleser.com	Counsel to Creditor Linamar Corp.
Lambert, Leser, Isackson, Cook	&									
Guinta, P.C.	Susan M. Cook	309 Davidson Building	PO Box 835	Bay City	MI	48707-0835		989-893-3518	smcook@lambertleser.com	Counsel to Linamar Corporation
Latham & Watkins	Mark A. Broude	885 Third Avenue		New York	NY	10022		212-906-1384	mark.broude@lw.com	UCC Professional
Latham & Watkins	Michael J. Riela	885 Third Avenue		New York	NY	10022		212-906-1200	michael.riela@lw.com	UCC Professional
Latham & Watkins	Mitchell A. Seider	885 Third Avenue		New York	NY	10022		212-906-1200	mitchell.seider@lw.com	UCC Professional
Latham & Watkins	Robert Rosenberg	885 Third Avenue		New York	NY	10022		212-906-1370	robert.rosenberg@lw.com	UCC Professional
	3									Counsel to A-1 Specialized
Law Offices of Michael O'Hayer	Michael O'Hayer Esq	22 N Walnut Street		West Chester	PA	19380		610-738-1230	mkohayer@aol.com	Services and Supplies Inc
										Counsel to Freescale
										Semiconductor, Inc. f/k/a Motorola
										Semiconductor Systems (U.S.A.)
Lewis and Roca LLP	Rob Charles, Esq.	One South Church Street	Suite 700	Tucson	AZ	85701		520-629-4427	rcharles@Irlaw.com	Inc.
					-					Counsel to Freescale
										Semiconductor, Inc. f/k/a Motorola
										Semiconductor Systems (U.S.A.)
Lewis and Roca LLP	Susan M. Freeman, Esq.	40 North Central Avenue	Suite 1900	Phoenix	AZ	85004-4429		602-262-5756	sfreeman@Irlaw.com	Inc.
20110 4114 11004 221	Guean IIII i reeman, 2eq.	General Counsel for Linear	1630 McCarthy	ooniix		000011120		002 202 0100	<u> </u>	Counsel to Linear Technology
Linear Technology Corporation	John England, Esq.	Technology Corporation	Blvd.	Milpitas	CA	95035-7417		408-432-1900	iengland@linear.com	Corporation
Linebarger Goggan Blair &	John England, Esq.	Toolinology corporation	Diva.	iviiipitao		00000 7417		100 102 1000	austin.bankruptcy@publicans.c	
Sampson, LLP	Diane W. Sanders	1949 South IH 35 (78741)	P.O. Box 17428	Austin	TX	78760-7428		512-447-6675	om	Brownsville ISD
Capcc, 22.	Diane III Ganagie	10.10 00000111100 (1.01.11)	1 101 DOX 11 120	71001111	.,,	. 0. 0020		0.2 00.0	<u> </u>	2.011.011.01
Linebarger Goggan Blair &									dallas hankruntcy@publicans.c	Counsel to Dallas County and
Sampson, LLP	Elizabeth Weller	2323 Bryan Street	Suite 1600	Dallas	TX	75201		214-880-0089	om	Tarrant County
Campoon, EE	Elizabeth Weller	2020 Bryan Groot	Cuito 1000	Dallao	17.	70201		211 000 0000	<u>om</u>	Counsel in Charge for Taxing
										Authorities: Cypress-Fairbanks
Linebarger Goggan Blair &									houston bankruptcv@publican	Independent School District, City
Sampson, LLP	John P. Dillman	P.O. Box 3064		Houston	TX	77253-3064		713-844-3478	s.com	of Houston, Harris County
Campoon, LLI	John T. Dillinan	1 .C. DOX 0004		i iousion	17	200 0004		. 13 044 3470	0.00111	Counsel to Sedgwick Claims
										Management Services, Inc. and
Locke Lord Bissell & Liddell	Kevin J. Walsh	885 Third Avenue	26th Floor	New York	NY	10022-4802		212-812-8304	kwalsh@lockelord.com	Methode Electronics, Inc.
LOCKE LOID DISSEII & LIUUEII	INCOME OF ANGION	000 Tillia Avellue	201111001	INCW IOIK	INI	10022-4002		£12-012-0304	NWAISH & IOCKGIOTU.COTT	Counsel to Creditor The Interpublic
										Group of Companies, Inc. and
										Proposed Auditor Deloitte &
Loeb & Loeb LLP	P. Gregory Schwed	345 Park Avenue		New York	NY	10154-0037		212-407-4000	gschwed@loeb.com	Touche, LLP
LOGD & LUCH LLP	i . Gregory Scriwed	545 Fair Avellue	+	INEW IOIK	INI	10104-0037		£12-407-4000	godiwed@ideb.com	Counsel to Industrial Ceramics
Loeb & Loeb LLP	William M. Hawkins	345 Park Avenue		New York	NY	10154		212-407-4000	whawkins@loeb.com	Corporation
בטבט מ בטפט בבץ	vviillatti ivi. rTawkitiS	JAJ FAIR AVEILUE		INCW IOIK	INI	10104		Z1Z-4U1-4UUU	WHAWKIIIS WHOULD COIII	Corporation

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	DHONE	EMAIL	PARTY / FUNCTION
COMPANY	CONTACT	ADDRESSI	ADDRESSZ	CITT	SIAIE	ZIP	COUNTRY	PHONE	EWAIL	Counsel to Daewoo International
Lowenstein Sandler PC	Bruce S. Nathan	1251 Avenue of the Americas		New York	NY	10020		212-262-6700	bnathan@lowenstein.com	(America) Corp.
Loweristein Sandier i C	Diuce 3. Naman	1231 Avenue of the Americas		INEW TOIK	INI	10020		212-202-0700	bhathan@loweristem.com	(America) Corp.
										Counsel to Teachers Retirement
										System of Oklahoma: Public
										Employes's Retirement System of
										Mississippi; Raifeisen
										Kapitalanlage-Gesellschaft m.b.H
Lowenstein Sandler PC	Ira M. Levee	1251 Avenue of the Americas	18th Floor	New York	NY	10020		212-262-6700	ilevee@lowenstein.com	and Stichting Pensioenfords ABP
										Counsel to Cerberus Capital
Lowenstein Sandler PC	Kenneth A. Rosen	65 Livingston Avenue		Roseland	NJ	07068		973-597-2500	krosen@lowenstein.com	Management, L.P.
										Counsel to Teachers Retirement
										System of Oklahoma; Public
										Employes's Retirement System of
										Mississippi; Raifeisen
										Kapitalanlage-Gesellschaft m.b.H
Lowenstein Sandler PC	Michael S. Etikin	1251 Avenue of the Americas	18th Floor	New York	NY	10020		212-262-6700	metkin@lowenstein.com	and Stichting Pensioenfords ABP
										Counsel to Cerberus Capital
										Management, L.P.; AT&T
Lowenstein Sandler PC	Scott Cargill	65 Livingston Avenue		Roseland	NJ	07068		973-597-2500	scargill@lowenstein.com	Corporation
Lowenstein Sandler PC	Vincent A. D'Agostino	65 Livingston Avenue		Roseland	NJ	07068		973-597-2500	vdagostino@lowenstein.com	Counsel to AT&T Corporation
Lyden, Liebenthal & Chappell,	Fell O Observall	SSOS Almost High	0.11.404	T.1. 1.	011	40045		440 007 0000		O Mater Films I.
Ltd. Maddin, Hauser, Wartell, Roth &	Erik G. Chappell	5565 Airport Highway	Suite 101	Toledo	ОН	43615		419-867-8900	egc@lydenlaw.com	Counsel to Metro Fibres, Inc. Attorney for Danice Manufacturing
Heller PC	Alexander Stotland Esq	28400 Northwestern Hwy	Third Floor	Southfield	МІ	48034		248-354-4030	axs@maddinhauser.com	Co.
i leller i C	Alexander Stotiand Esq	20400 Northwestern Twy	TTIII a T 1001	Greenwood	IVII	40034		240-334-4030	axs@maddimadser.com	Representative for Madison
Madison Capital Management	Joe Landen	6143 South Willow Drive	Suite 200	Village	со	80111		303-957-4254	ilanden@madisoncap.com	Capital Management
Margulies & Levinson, LLP	Leah M. Caplan, Esq.	30100 Chagrin Boulevard	Suite 250	Pepper Pike	OH	44124		216-514-4935	Imc@ml-legal.com	Counsel to Venture Plastics
										Counsel to H.E. Services
										Company and Robert Backie and
										Counsel to Cindy Palmer, Persona
										Representative to the Estate of
Mastromarco & Jahn, P.C.	Victor J. Mastromarco, Jr.	1024 North Michigan Avenue	P.O. Box 3197	Saginaw	MI	48605-3197		989-752-1414	vmastromar@aol.com	Michael Palmer
										Counsel to NDK America,
										Inc./NDK Crystal, Inc.; Foster
										Electric USA, Inc.; JST
										Corporation; Nichicon (America)
										Corporation; Taiho Corporation of
										America; American Aikoku Alpha,
										Inc.; Sagami America, Ltd.; SL
Masuda Funai Eifert & Mitchell,										America, Inc./SL Tennessee, LLC
Ltd.	Gary D. Santella	203 North LaSalle Street	Suite 2500	Chicago	IL	60601-1262		312-245-7500	gsantella@masudafunai.com	and Hosiden America Corporation
McCarter & English, LLP	David J. Adler, Jr. Esq.	245 Park Avenue, 27th Floor		New York	NY	10167		212-609-6800	dadler@mccarter.com	Counsel to Ward Products, LLC
McCortor 9 English 11 D	Eduarda I Clas Fas	Four Cotowou Contar	100 Mulhama Ctara	Nowarl:	NU	07100 1000		042 622 4444	aglas @masorter	Counsel to General Products
McCarter & English, LLP	Eduardo J. Glas, Esq.	Four Gateway Center	100 Mulberry Street	inewark	NJ	07102-4096		913-622-4444	eglas@mccarter.com	Delaware Corporation
McCarthy Tetrault LLP	Lorne P. Salzman	66 Wellington Street West	Suite 4700	Toronto	Ontario	M5K 1E6		416-362-1812	Isalzman@mccarthy.ca	Counsel to Themselves (McCarthy Tetrault LLP)
MICCAILITY TELIAUIT LLF	Lonie I . Gaizillali	50 Weilington Street West	Julie 47 00	1010110	Ontano	IVISIT IEU		710-302-1012	isaizmane modalliy.ca	Counsel for Temic Automotive of
McDermott Will & Emery LLP	Gary O. Ravert	340 Madison Avenue		New York	NY	10017-1922		212-547-5477	gravert@mwe.com	North America. Inc.
Strict Time & Emory LEI	2, 3	madesworldo				.00 1022		0.7 0 177	<u></u>	Counsel to National
McDermott Will & Emery LLP	Stephen B. Selbst	340 Madison Avenue		New York	NY	10017		212-547-5400	sselbst@mwe.com	Semiconductor Corporation

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY PHONE	EMAIL	PARTY / FUNCTION
	Steven P. Handler Monica	1						shandler@mwe.com	Counsel for Temic Automotive of
McDermott Will & Emery LLP	M. Quinn	227 W Monroe St		Chicago	IL	60606	312-372-2000		North America, Inc.
								sopincar@mcdonaldhopkins.c	Counsel to Republic Engineered
McDonald Hopkins Co., LPA	Scott N. Opincar, Esq.	600 Superior Avenue, E.	Suite 2100	Cleveland	ОН	44114	216-348-5400	<u>om</u>	Products, Inc.
									Counsel to Republic Engineered
McDonald Hopkins Co., LPA	Shawn M. Riley, Esq.	600 Superior Avenue, E.	Suite 2100	Cleveland	ОН	44114	216-348-5400	sriley@mcdonaldhopkins.com	Products, Inc.
McElroy, Deutsch, Mulvaney &									Counsel to New Jersey Self-
Carpenter, LLP	Jeffrey Bernstein, Esq.	Three Gateway Center	100 Mulberry Street	Newark	NJ	07102-4079	973-622-7711	jbernstein@mdmc-law.com	Insurers Guaranty Association
			901 East Cary					amccollough@mcguirewoods.	Counsel to Siemens Energy &
McGuirewoods LLP	Aaron G McCollough Esq	One James Center	Street	Richmond	VA	23219-4030	804-775-1000	com	Automation, Inc.
			901 East Cary						Counsel for CSX Transportation,
McGuirewoods LLP	Daniel F Blanks	One James Center	Street	Richmond	VA	23219	804-775-1000	dblanks@mcquirewoods.com	Inc.
									0 1. 0. 1
			224 5 4 2						Counsel to Siemens Logistics
			901 East Cary	D: 1				<u>imaddock@mcguirewoods.co</u>	Assembly Systems, Inc.; Counsel
McGuirewoods LLP	John H Maddock III	One James Center	Street	Richmond	VA	23219-4030	804-775-1178	<u>m</u>	for CSX Transportation, Inc.
Meyer, Suozzi, English & Klein,	Attn Thomas R Slome								Counsel for Pamela Geller; JAE
P.C.	Esq	990 Stewart Ave Ste 300	PO Box 9194	Garden City	NY	11530-9194	516-741-6565	tslome@msek.com	Electronics, Inc.
									Counsel to The International Union
									of Electronic, Salaried, Machine
									and Furniture Workers -
Meyer, Suozzi, English & Klein,									Communications Workers of
P.C.	Hanan Kolko	1350 Broadway	Suite 501	New York	NY	10018	212-239-4999	hkolko@msek.com	America
Meyers Law Group, P.C.	Merle C. Meyers	44 Montgomery Street	Suite 1010	San Francisco	CA	94104	415-362-7500	mmeyers@mlg-pc.com	Counsel to Alps Automotive, Inc.
Meyers, Rodbell & Rosenbaum,	Merie C. Meyers	44 Monigornery Street	6801 Kenilworth	Sali Fiancisco	CA	94104	413-302-7300	mineyers@mig-pc.com	Counsel to Prince George County,
P.A.	M. Evan Meyers	Berkshire Building	Avenue, Suite 400	Divordala Bark	MD	20737-1385	301-699-5800	emeyers@mrrlaw.net	Maryland
Meyers, Rodbell & Rosenbaum,	IVI. Evail Meyers	Berkstille Bulluling	6801 Kenilworth	Riverdale Faik	IVID	20/3/-1363	301-099-3800	emeyers@mmaw.net	Counsel to Prince George County,
P.A.	Robert H. Rosenbaum	Berkshire Building	Avenue, Suite 400	Riverdale Park	MD	20737-1385	301-699-5800	rrosenbaum@mrrlaw.net	Maryland
r.A.	Robert H. Rosenbaum	Berkstille Bulluling	140 West Flagler St		IVID	20131-1363	301-099-3800	Hosenbaum@mmaw.net	Paralegal Collection Specialist for
Miami-Dade County Tax Collecto	r April Burch	Paralegal Unit	Ste 1403	Miami	FL	33130	305-375-5314	mdtcbkc@miamidade.gov	Miami-Dade County
Ivilanii-Dade County Tax Collecto	April Bulcii	Faralegai Offit	Ste 1403	IVIIdITII	FL	33130	303-373-3314	mucokc@mamuade.gov	Mianii-Dade County
			3030 W. Grand						Attorney General for State of
Michael Cox		Cadillac Place	Blvd., Suite 10-200	Detroit	МІ	48202	313-456-0140	miag@michigan.gov	Michigan, Department of Treasury
Wichael Cox		Caulilac i lace	Diva., Saite 10-200	Detroit	IVII	40202	313-430-0140	miag@michigan.gov	Assistant Attorney General for
									Worker's Compensation Agency;
Michigan Department of Labor									Attorney for the Funds
and Economic Growth. Worker's									Administration for the State of
Compensation Agency	Dennis J. Raterink	PO Box 30736		Lansing	МІ	48909-7717	517-373-1176	raterinkd@michigan.gov	Michigan
Compensation Agency	Deliillo J. Natelliik	1 O DOX 30730		Lansing	IVII	40303-1111	317-373-1176	Taterinku@michigan.gov	Attorney General for Worker's
Michigan Department of Labor									Compensation Agency; Attorney
and Economic Growth. Worker's									for the Funds Administration for the
Compensation Agency	Michael Cox	PO Box 30736		Lansing	МІ	48909-7717	517-372 1020	miag@michigan.gov	State of Michigan
Compensation Agency	IVIICITAET CUX	1 O DOX 30730		Lailbilly	IVII	40303-1111	317-373-1020	ппад етпіспідан.доу	State of Michigan

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	EMAIL	PARTY / FUNCTION
										Counsel to Computer Patent
										Annuities Limited Partnership,
										Hydro Aluminum North America,
										Inc., Hydro Aluminum Adrian, Inc.,
										Hydro Aluminum Precision Tubing
										NA, LLC, Hydro Alumunim Ellay
										Enfield Limited, Hydro Aluminum
										Rockledge, Inc., Norsk Hydro
										Canada, Inc., Emhart
										Technologies LLL and Adell
Miles & Stockbridge, P.C.	Thomas D. Renda	10 Light Street		Baltimore	MD	21202		410-385-3418	trenda@milesstockbridge.com	Plastics, Inc.
Miller & Martin PLLC	Dale Allen	150 Fourth Ave North	Ste 1200	Nashville	TN	37219			vjones@millermartin.com	Counsel to Averitt Express
	Thomas P. Sarb		Suite 800, PO Box					616-831-1748	sarbt@millerjohnson.com	·
Miller Johnson	Robert D. Wolford	250 Monroe Avenue, N.W.	306	Grand Rapids	MI	49501-0306		616-831-1726	wolfordr@milleriohnson.com	Counsel to Pridgeon & Clay, Inc.
Miller, Canfield, Paddock and										Counsel to Wells Operating
Stone, P.L.C.	Jonathan S. Green	150 W. Jefferson Avenue	Suite 2500	Detroit	MI	48226		313-496-8452	greenj@millercanfield.com	Partnership, LP
Miller, Canfield, Paddock and									3	Counsel to Brose North America
Stone, P.L.C.	Marc N. Swanson	150 W. Jefferson Avenue	Suite 2500	Detroit	MI	48226		313-963-6420	swansonm@millercanfield.com	Holding LP and its affiliates
5.66, 1.12.6.	mare in Grancen	100 111 001101001171101140	Cuito 2000	2011011		10220		0.0 000 0.20	<u> </u>	Counsel to Niles USA Inc.;
										Techcentral, LLC; The Bartech
Miller, Canfield, Paddock and										Group, Inc.; Fischer Automotive
Stone, P.L.C.	Timothy A. Fusco	150 W. Jefferson Avenue	Suite 2500	Detroit	МІ	48226		313-496-8435	fusco@millercanfield.com	Systems
Giorie, T.E.O.	Timothy A. 1 daeo	150 W. Scherson Avenue	Outic 2000	Detroit	IVII	40220		313 430 0433	rasco e milicrea inicia.com	Counsel to Hitachi Automotive
Mintz, Levin, Cohn, Ferris									piricotta@mintz.com	Products (USA), Inc. and Conceria
Glovsky and Pepco, P.C.	Paul J. Ricotta	One Financial Center		Boston	MA	02111		617-542-6000		Pasubio
Glovsky and 1 cpco, 1 .o.	Tadi G. Micotta	One i maneiai dentei		DOSION	IVIZ	02111		017 342 0000	pricotta @mintz.com	1 adubio
Molex Connector Corp	Jeff Ott	2222 Wellington Ct.		Lisle	IL	60532		630-527-4254	Jeff.Ott@molex.com	Counsel to Molex Connector Corp
•										
										Counsel to ITT Industries, Inc.;
Morgan, Lewis & Bockius LLP	Andrew D. Gottfried	101 Park Avenue		New York	NY	10178-0060		212-309-6000	agottfried@morganlewis.com	Hitachi Chemical (Singapore), Ltd.
	Menachem O.								mzelmanovitz@morganlewis.c	Counsel to Hitachi Chemical
Morgan, Lewis & Bockius LLP	Zelmanovitz	101 Park Avenue		New York	NY	10178		212-309-6000	<u>om</u>	(Singapore) Pte, Ltd.
Morgan, Lewis & Bockius LLP	Richard W. Esterkin, Esq.	300 South Grand Avenue		Los Angeles	CA	90017		213-612-1163	resterkin@morganlewis.com	Counsel to Sumitomo Corporation
										Counsel to Standard Microsystems
										Corporation and its direct and
										indirect subsidiares Oasis
										SiliconSystems AG and SMSC NA Automotive, LLC (successor-in-
Moritt Hock Hamroff & Horowitz										interst to Oasis Silicon Systems,
I I P	Leslie Ann Berkoff	400 Cardon City Dlaza		Cordon City	NY	11530		516-873-2000	lberkoff@moritthock.com	
LLF	Lesile Allii Delkoli	400 Garden City Plaza	405 Lexington	Garden City	INT	11000		310-073-2000	iberkon@monunock.com	Inc.) Counsel to The Timken
Moses & Singer LLP	James M. Sullivan Esq.	The Chrylser Building	Avenue	New York	NY	10174		212-554-7800	jsullivan@mosessinger.com	Corporation
J	Raymond J. Urbanik,	, , , , , , , , , , , , , , , , , , , ,								•
	Esq., Joseph J.							214-855-7590	rurbanik@munsch.com	
	Wielebinski, Esg. and		500 North Akard					214-855-7561	iwielebinski@munsch.com	Counsel to Texas Instruments
Munsch Hardt Kopf & Harr, P.C.	Davor Rukavina, Esq.	3800 Lincoln Plaza	Street	Dallas	RX	75201-6659		214-855-7587	drukavina@munsch.com	Incorporated
Nantz, Litowich, Smith, Girard &				1	1					Counsel to Lankfer Diversified
Hamilton, P.C.	Sandra S. Hamilton	2025 East Beltline, S.E.	Suite 600	Grand Rapids	MI	49546		616-977-0077	sandy@nlsg.com	Industries, Inc.
L							1			

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	EMAIL	PARTY / FUNCTION
										Counsel to 975 Opdyke LP; 1401
										Troy Associates Limited
										Partnership; 1401 Troy Associates
										Limited Partnership c/o Etkin
										Equities, Inc.; 1401 Troy
										Associates LP; Brighton Limited
										Partnership; DPS Information
										Services, Inc.; Etkin Management
										Services, Inc. and Etkin Real
Nathan, Neuman & Nathan, P.C.	Kenneth A. Nathan	29100 Northwestern Highway	Suite 260	Southfield	MI	48034		248-351-0099	Knathan@nathanneuman.com	
		gg	0 0							Vice President and Senior Counsel
										to National City Commercial
National City Commercial Capital	Lisa M. Moore	995 Dalton Avenue		Cincinnati	ОН	45203		513-455-2390	I.moore@pnc.com	Capital
rianoriai dily derimerolai dapitai	Zioa illi illooro	oco Baltoli / trollac		O. Tournat.	0	.0200		0.0 .00 2000		Counsel to Datwyler Rubber &
										Plastics, Inc.; Datwyler, Inc.;
Nelson Mullins Riley &								803-7255-	george.cauthen@nelsonmullin	Datwyler i/o devices (Americas),
Scarborough	George B. Cauthen	1320 Main Street, 17th Floor	PO Box 11070	Columbia	sc	29201		9425	s.com	Inc.; Rothrist Tube (USA), Inc.
Coarborough	Coolige D. Cadallell	TOZO MILITI GITCOL, TT IIT TIOCI	TO BOX TIOTO	Columbia		20201		0.120	<u> </u>	mo., redimer rube (eerty, me.
New Jersey Attorney General's	Tracy E Richardson		25 Market St P.O.						tracv.richardson@dol.lps.state.	Deputy Attorney General - State of
Office Division of Law		R.J. Hughes Justice Complex		Trenton	NJ	08628-0106		609-292-1537	ni.us	New Jersey Division of Taxation
Office Division of Law	Deputy Attorney General	14.5. Flagrics sustice complex	DOX 100	TICHIOH	140	00020 0100		003 232 1337	cdesiderio@nixonpeabody.co	IVEW SCISCY DIVISION OF TAXALION
	Victor G. Milione								m	Counsel to Corning Inc., Corning
Nixon Peabody LLP	Christopher M. Desiderio	437 Madison Ave		New York	NY	10022		212-940-3000	vmilione@nixonpeabody.com	Incorporated, and Corning
NIXOII Feabouy LLF	Christopher W. Desiderio	437 Madison Ave		New TOIK	INI	10022		212-940-3000	VIIIIONE @ TIIXON peabody.com	incorporated, and coming
North Point	David G. Heiman	901 Lakeside Avenue		Cleveland	ОН	44114		216-586-3939	dgheiman@jonesday.com	Counsel to WL. Ross & Co., LLC
NOTH 1 OIN	David G. Heiman	301 Lakeside Aveilde		Cievelariu	OH	44114		210-300-3939	cahope@chapter13macon.co	Couriser to WE. Ross & Co., LEC
Office of the Chapter 13 Trustee	Camille Hope	P.O. Box 954		Macon	GA	31202		478-742-8706		Office of the Chapter 13 Trustee
Office of the Texas Attorney	Carrille Flope	1 :O. Box 954		IVIACOIT	GA.	31202		470-742-0700	<u></u>	Counsel to The Texas Comptroller
General	Jay W. Hurst	P.O. Box 12548		Austin	TX	78711-2548		512-475-4861	iav.hurst@oag.state.tx.us	of Public Accounts
Gerierai	Jay W. Hurst	Principal Assistant Attorney		Austin	17	70711-2340		312-473-4001	Jay.Hurst@Oag.state.tx.us	of Fublic Accounts
Ohio Environmental Protection		General Environmental	30 E Broad St 25th							Attorney for State of Ohio,
Agency	c/o Michelle T. Sutter	Enforcement Section	FI	Columbus	ОН	43215		614-466-2766	msutter@ag.state.oh.us	Environmental Protection Agency
Agency	Michael M. Zizza, Legal	Emorcement Section	Г	Columbus	ОП	43213		014-400-2700	msutter @ag.state.on.us	Environmental Frotection Agency
Orbotech, Inc.	Manager	44 Manning Road		Billerica	MA	01821		978-901-5025	michaelz@orbotech.com	Company
Orbotech, inc.	Ivialiagei	44 Mailing Road		Dillerica	IVIA	01021		370-301-3023	michaelz@orbotech.com	Counsel to Ameritech Credit
									mmoody@orourkeandmoody.c	Corporation d/b/a SBC Capital
O'Rourke Katten & Moody	Michael Moody	55 W Wacker Dr	Ste 1400	Chicago	IL	60615		312-849-2020		Services
O Rourke Rattern & Woody	Wilchael Woody	33 W Wacker Di	Ste 1400	Criicago	112	00013		312-049-2020	OIII	Services
										Counsel to America President
Orrick, Herrington & Sutcliffe LLP	Alvesa England Esa	666 Fifth Avenue		New York	NY	10103		212-506-5187	aenglund@orrick.com	Lines, Ltd. And APL Co. Pte Ltd.
Offick, Flerrington & Sutcline LLI	Alyssa Erigiuriu, Esq.	000 I IIIII Avenue		INEW TOIK	INI	10103		212-300-3107	aerigidrid @ OFFICK.COM	Lines, Ltd. And At L Co. 1 te Ltd.
	Frederick D. Holden, Jr.,			1						Counsel to America President
Orrick, Herrington & Sutcliffe LLP		405 Howard Street		San Francisco	CA	94105		415-773-5700	fholden@orrick.com	Lines, Ltd. And APL Co. Pte Ltd.
Offick, Herrington & Sutcline LLF	LSQ.	405 Howard Street		Sali Flaticisco	CA	94103		413-773-3700	inoiden@omck.com	Lilles, Ltd. Alld AFL Co. Fte Ltd.
		51 West 52nd Street at 6th								
Orrick, Herrington & Sutcliffe LLP	Paniara D'Avarea Ir	Avenue		New York	NY	10103-0001		212 506 2715	Rdaversa@orrick.com	Counsel to Bank of America, N.A.
Pachulski Stang Ziehl & Jones	INGILIEIU D'AVEISA, JI.	919 N. Market Street, 17th		IACAN IOIK	INI	10103-0001		£12-300-3115	NGAVEISA & OTHER COTT	Course to Dark Of Afficia, N.A.
I I P	Michael R. Seidl	Floor	D O Doy 0705	Milmington	DE	19899-8705		202 652 4400	mseidl@pszilaw.com	Couped for Econy Crave Inc
Pachulski Stang Ziehl & Jones	Robert J. Feinstein	FIUUI	P.O. Box 8705	Wilmington	DE	19099-0105		302-032-4100	Rfeinstein@pszjlaw.com	Counsel for Essex Group, Inc.
LLP		790 Third Avenue 36th Floor		Now York	NY	10017-2024		212-561-7700		Councel for Eccey Group, Inc.
LLF	Ilan D. Scharf	780 Third Avenue, 36th Floor		New York	INT	10017-2024		212-301-7700	ischait@pszjiaw.com	Counsel to American Finance
Pottoroon Polkner Webb 9 T 1										Counsel to American Finance
Patterson Belknap Webb & Tyler	Daniel A. Lawanthal	1122 Avenue of the Arterior		Now York	NIX	10026		242 226 2720	delewenthel@nbut.com	Group, Inc. d/b/a Guaranty Capital
LLP	Daniel A. Lowenthal	1133 Avenue of the Americas		New York	NY	10036		212-330-2720	dalowenthal@pbwt.com	Corporation

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY PHONE	EMAIL	PARTY / FUNCTION
Battana Ballaca Wald & Tila	De 11W D Henry								Augusta Con Forta Martala Language
Patterson Belknap Webb & Tyler LLP	David W. Dykhouse Phyllis S. Wallitt	1133 Avenue of the Americas		New York	NY	10036-6710	212 226 2000	dwdykhouse@pbwt.com	Attorneys for Fry's Metals Inc. and Specialty Coatings Systems Eft
LLF	Friyiiis S. Wallitt	1133 Avenue of the Americas		New TOIK	INT	10030-0710	212-330-2000	<u>awaykilouse@pbwt.com</u>	Attorneys for F&G Multi-Slide Inc
Paul H. Spaeth Co. LPA	Paul H. Spaeth	130 W Second St Ste 450		Dayton	ОН	45402	937-223-1655	spaethlaw@phslaw.com	and F&G Tool & Die Co. Inc.
Paul, Weiss, Rifkind, Wharton &	'								Counsel to Merrill Lynch, Pierce,
Garrison	Andrew N. Rosenberg	1285 Avenue of the Americas		New York	NY	10019-6064	212-373-3000	arosenberg@paulweiss.com	Fenner & Smith, Incorporated
									Counsel to Noma Company and
Paul, Weiss, Rifkind, Wharton &	Develop D. Devilo	4005 Avenue of the American		Na Vanla	NIX	40040 0004	242 272 2000	dd-, i- @ h i	General Chemical Performance
Garrison	Douglas R. Davis	1285 Avenue of the Americas		New York	NY	10019-6064	212-373-3000	ddavis@paulweiss.com	Products LLC Counsel to Noma Company and
Paul, Weiss, Rifkind, Wharton &									General Chemical Performance
Garrison	Elizabeth R. McColm	1285 Avenue of the Americas		New York	NY	10019-6064	212-373-3000	emccolm@paulweiss.com	Products LLC
									Assistant Attorney General for
			3030 W. Grand						State of Michigan, Department of
Peggy Housner		Cadillac Place	Blvd., Suite 10-200	Detroit	MI	48202	313-456-0140	housnerp@michigan.gov	Treasury
									Counsel to UVA Machine
Penachio Malara LLP	Anne Penachio	235 Main Street	Suite 600A	White Plains	NY	10601	914-946-2889	apenachio@pmlawllp.com	Company and its successors by acquisition
reliacilo ivialara EEF	Affile Feriacillo	233 Main Street	Suite 600A	Wille Flains	INT	10001	914-940-2089	aperiachio@priliawiip.com	Counsel to Capro, Ltd, Teleflex
									Automotive Manufacturing
									Corporation and Teleflex
			Eighteenth & Arch						Incorporated d/b/a Teleflex Morse
Pepper, Hamilton LLP	Francis J. Lawall	3000 Two logan Square	Streets	Philadelphia	PA	19103-2799	215-981-4000		(Capro)
Pepper, Hamilton LLP	Henry Jaffe	1313 Market Street	PO Box 1709	Wilmington	DE	19899-1709	302-777-6500	jaffeh@pepperlaw.com	Counsel to SKF USA, Inc.
									Counsel to Capro, Ltd; Teleflex Automotive Manufacturing
									Corporation; Teleflex Incorporated;
			Eighteenth & Arch						Ametek; Cleo, Inc.; Sierra
Pepper, Hamilton LLP	Nina M. Varughese	3000 Two Logan Square	Streets	Philadelphia	PA	19103-2799	215-981-4000	varughesen@pepperlaw.com	International, Inc.
				_					
Pickrel Shaeffer & Ebeling	Sarah B. Carter Esq	2700 Kettering Tower		Dayton	ОН	45423-2700	937-223-1130	scarter@pselaw.com	
									Counsel to FCI Canada, Inc.: FCI
									Electronics Mexido. S. de R.L. de
									C.V.; FCI USA, Inc.; FCI Brasil,
								imanheimer@pierceatwood.co	Ltda; FCI Automotive Deutschland
Pierce Atwood LLP	Jacob A. Manheimer	One Monument Square		Portland	ME	04101	207-791-1100	<u>m</u>	Gmbh; FCI Italia S. p.A.
									Counsel to FCI Canada, Inc.; FCI
									Electronics Mexido, S. de R.L. de C.V.; FCI USA, Inc.; FCI Brasil,
								kcunningham@pierceatwood.c	Ltda; FCI Automotive Deutschland
Pierce Atwood LLP	Keith J. Cunningham	One Monument Square		Portland	ME	04101	207-791-1100	om	Gmbh; FCI Italia S. p.A.
	Ŭ ·								Counsel to Ideal Tool Company,
Pietragallo Bosick & Gordon LLP	Richard J. Parks	54 Buhl Blvd		Sharon	PA	16146	724-981-1397	rip@pbandg.com	Inc.
Dillohung Winthron Chaus Ditters									Counsel to Clarion Corporation of
Pillsbury Winthrop Shaw Pittman LLP	Karen B. Dine	1540 Broadway		New York	NY	10036-4039	212-858-1000	karen.dine@pillsburylaw.com	America, Hyundai Motor Company and Hyundai Motor America
LLI	Naiell B. Diffe	1540 Dioauway		INEW TOIK	INT	10030-4039	212-000-1000	naren.ume@piilSburyiaw.com	anu nyunuai wotoi America

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	EMAIL	PARTY / FUNCTION
Pillsbury Winthrop Shaw Pittman LLP	Margot P. Erlich	1540 Broadway		New York	NY	10036-4039		212-858-1000	margot.erlich@pillsburylaw.co	Counsel to MeadWestvaco Corporation, MeadWestvaco South Carolina LLC and MeadWestvaco Virginia Corporation
Pillsbury Winthrop Shaw Pittman LLP	Mark D. Houle	650 Town Center Drive	Ste 550	Costa Mesa	CA	92626-7122		714-436-6800	mark.houle@pillsburylaw.com	Counsel to Clarion Corporation of America, Hyundai Motor Company and Hyundai Motor America
Pillsbury Winthrop Shaw Pittman LLP	Richard L. Epling	1540 Broadway		New York	NY	10036-4039		212-858-1000	richard.epling@pillsburylaw.co	Counsel to MeadWestvaco Corporation, MeadWestvaco South Carolina LLC and MeadWestvaco Virginia Corporation
Pillsbury Winthrop Shaw Pittman LLP Porzio, Bromberg & Newman,	Robin L. Spear	1540 Broadway		New York	NY	10036-4039		212-858-1000	robin.spear@pillsburylaw.com	Counsel to MeadWestvaco Corporation, MeadWestvaco South Carolina LLC and MeadWestvaco Virginia Corporation
P.C.	Brett S. Moore, Esq.	100 Southgate Parkway	P.O. Box 1997	Morristown	NJ	07960		973-538-4006	bsmoore@pbnlaw.com	
Porzio, Bromberg & Newman, P.C.	John S. Mairo, Esq.	100 Southgate Parkway	P.O. Box 1997	Morristown	NJ	07960		973-538-4006	jsmairo@pbnlaw.com	Counsel to Neuman Aluminum Automotive, Inc. and Neuman Aluminum Impact Extrusion, Inc.
Previant, Goldberg, Uelman, Gratz, Miller & Brueggeman, S.C.	Jill M. Hartley and Marianne G. Robbins	1555 N. RiverCenter Drive	Suite 202	Milwaukee	WI	53212			jh@previant.com mgr@previant.com	Counsel to International Brotherood of Electrical Workers Local Unions No. 663; International Association of Machinists; AFL-CIO Tool and Die Makers Local Lodge 78, District 10
PriceWaterHouseCoopers	Enrique Bujidos	Almagro	40	Madrid		28010	Spain	34 915 684 356	enrique.bujidos@es.pwc.com	Representative to DASE
QAD, Inc.	Stephen Tyler Esq	10,000 Midlantic Drive	Suite 100 West	Mt. Laurel	NJ	08054		856-840-2870	xst@qad.com	Counsel to QAD, Inc.
Quarles & Brady LLP	Kasey C. Nye	One South Church Street		Tueses	AZ	85701		E20 770 9747	knye@quarles.com	Counsel to Offshore International, Inc.; Maquilas Teta Kawi, S.A. de C.V.; On Semiconductor Corporation; Flambeau Inc.
Quarles & Brady LLP	Roy Prange	33 E Main St Ste 900		Tucson Madison	WI	53703-3095			rlp@quarles.com	Counsel for Flambeau Inc.
,									valerie.bailey- rihn@quarles.com	Counsel to Charter Manufacturing Co., Charter Mfg. Co. Inc., Charter Steel and Milwaukee Wire
Quarles & Brady LLP	Valerie L. Bailey-Rihn Esc	1 33 E Main St Ste 300		Madison	WI	53703		608-283-2407	nnn@quaries.com	Products Counsel to Infineon; Infineon
Reed Smith	Ann Pille	10 South Wacker Drive		Chicago	IL	60606		312-207-1000	apille@reedsmith.com	Technologies
Republic Engineered Products,	Learning A.IX	0770 Fallow D. 1		A1	011	44000		000 070 001=	jkaczka@republicengineered.c	
Inc.	Joseph A Kaczka	3770 Embassy Parkway		Akron	ОН	44333		330-670-3215	<u>om</u>	Products, Inc.
Riddell Williams P.S.	Joseph E. Shickich, Jr.	1001 4th Ave.	Suite 4500	Seattle	WA	98154-1195		206-624-3600	jshickich@riddellwilliams.com	Counsel to Microsoft Corporation; Microsoft Licensing, GP Counsel to Mary P. O'Neill and
Rieck and Crotty PC	Jerome F Crotty	55 West Monroe Street	Suite 3390	Chicago	IL	60603		312-726-4646	jcrotty@rieckcrotty.com	Liam P. O'Neill

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Similar Singhare Burke & Pumela A, Busseick 20 Park Avenue New York NY 10169 212-618-6200											
New York NY 10004 112-819-9467 Institution com Counsel to Research Pyroids Associates, to Charles E. Boulboil, P. Consider M. Report S. Counsel to Research Pyroids Associates, to Charles E. Boulboil, P. Counsel to Research Pyroids Associates, to Charles E. Boulboil, P. Counsel to Research Pyroids 112-816-9200 121-816-9	COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	7IP	COUNTRY	PHONE	FMAII	PARTY / FUNCTION
New York NY 1004	COMI AIT	CONTACT	ADDITECT	ADDITEOUZ	OIII	OIAIL	211	COUNTRY	THORE	LWAIL	
Salterine Stephene Buttle A Substitute Parella A. Bosserick 200 Park Avenue New York NY 10169 212-818-8200 setemorie Statuto com Service Statement Substitute Parella A. Bosserick 200 Park Avenue New York NY 10160 212-818-8200 setemorie Statuto com Service Statement Substitute Parella A. Bosserick 200 Park Avenue New York NY 10160 212-818-8200 setemorie Statuto com Service New York NY 10160 212-818-8200 setemorie Statuto com Service New York NY 10160 212-818-8200 setemorie Statuto com Service New York NY 10160 212-818-8200 setemorie Statuto com Service New York NY 10160 212-818-8200 setemorie Statuto com Service New York NY 10160 212-818-8200 setemorie Statuto common Statuto com Service New York NY 10160 212-818-8200 setemorie Statuto common Statuto com Service New York NY 10160 212-818-8200 setemorie Statuto common Statuto com Service New York NY 10160 212-818-8200 setemorie Statuto com Service New York NY 10160 212-818-8200 setemorie Statuto common Statuto com Service New York NY 10160 212-818-8200 setemorie Statuto common Statuto com Service New York NY 10160 212-818-8200 setemorie Statuto common Statuto com Service New York NY 10160 212-818-8200 setemorie Statuto com Service New York NY 10160 212-818-8200 setemorie Statuto com Service New York NY 10160 212-818-8200 setemorie Statuto com Service New York NY 10160 212-818-8200 setemorie Statuto com Service New York NY 10170 212-818-8200 setemorie Statuto com Service New York NY 10170 212-818-8200 setemorie Statuto com Service New York NY 10170 212-818-7200 setemorie Statuto com Service New York NY 10170 212-818-7200 setemorie Statuto com Service New York NY 10170 212-818-7200 setemorie Statuto com Service New York NY 10170 212-818-7200 setemorie Statuto com Service New York NY 10170 212-818-7200 set	Russell Reynolds Associates Inc.	Charles F. Boulbol, P.C.	26 Broadway 17th Floor		New York	NY	10004		212-825-9457	rtrack@msn.com	
Subset LP Christopher Burke & June LLP Christ		Onance Er Bearson, 1 Ter	20 Diodamay, 11 iii 1 ioo.		TOW TOM				2.2 020 0.01	- Track Charles	
State P Pamela A, Bosswick 230 Park Avenue Suite 1130 New York NY 10169 212-818-9200	Burke LLP	Christopher R. Belmonte	230 Park Avenue		New York	NY	10169		212-818-9200	cbelmonte@ssbb.com	
Schaffer and Weiner PLLC Daniel Weiner Application	Satterlee Stephens Burke &	·									Counsel to Moody's Investors
Substance Counsel Co	Burke LLP	Pamela A. Bosswick	230 Park Avenue		New York	NY	10169		212-818-9200	pbosswick@ssbb.com	Service
Substance Counsel Co											
Substance Counsel Co											
Schafer and Weiner PLLC Daniel Weiner 40950 Woodward Ave. Suite 100 Bloomfield Hills MI 48304 248-840-3340 m Counsel to Dott Industries, Inc. Counsel to March Industries, Inc. Counsel to Dott Industries											
Schorler and Weiner PLIC	Burke LLP	Roberto Carrillo	230 Park Avenue	Suite 1130	New York	NY	10169		212-818-9200		Attorney's for Tecnomec S.r.L.
Schafer and Weiner PLLC Howard Borin A0960 Woodward Ave. Suite 100 Bloomfield Hills MI 48304 248-540-3340 bloom (B schaferandweiner com Coursel to Dott Industries, Inc. Chicago IL 248-540-3340 bloom (B schaferandweiner com Coursel to Dott Industries, Inc. Chicago IL 248-540-3340 bloom (B schaferandweiner com Coursel to Dott Industries, Inc. Chicago IL 248-540-3340 bloom (B schaferandweiner com Coursel to Dott Industries, Inc. Chicago IL 248-540-3340 bloom (B schaferandweiner com Coursel to Dott Industries, Inc. Chicago IL 248-540-3340 bloom (B schaferandweiner com Coursel to Dott Industries, Inc. Chicago IL 248-540-3340 bloom (B schaferandweiner com Coursel to Dott Industries, Inc. Chicago IL 248-540-3340 bloom (B schaferandweiner com Coursel to Dott Industries, Inc. Chicago IL 248-540-3340 bloom (B schaferandweiner com Coursel to Dott Industries, Inc. Chicago IL 248-540-3340 bloom (B schaferandweiner com Coursel to Dott Industries, Inc. Chicago IL 248-540-3340 bloom (B schaferandweiner com Coursel to Dott Industries, Inc. Chicago IL 248-540-3340 bloom (B schaferandweiner com Coursel to Dott Industries, Inc. Chicago IL 248-540-3340 bloom (B schaferandweiner com Coursel to Dott Industries, Inc. Chicago IL 248-540-3340 bloom (B schaferandweiner com Coursel to Dott Industries, Inc. Chicago IL 248-540-3340 bloom (B schaferandweiner com Coursel to Dott Industries, Inc. Chicago IL 248-540-3345 bloom (B schaferandweiner com Coursel to Dott Industries, Inc. Chicago IL 248-540-3345 bloom (B schaferandweiner com Coursel to Dott Industries, Inc. Chicago IL 248-540-3345 bloom (B schaferandweiner com Coursel to Dott Industries, Inc. Chicago IL 248-540-3345 bloom (B schaferandweiner Coursel to Dott Industries, Inc. Chicago IL 248-540-3345 bloom (B schaferandweiner Coursel to Dott Industries, Inc. Chicago IL 248-2540-2540 bloom (B schaferandweiner Coursel to Dott Industries, Inc. Chicago IL 248-2540-2540 bloom (B schaferandweiner Coursel to Dott Industries, Inc. Chicago IL 248-2540-2540 bloom (B schaferandweiner Coursel to Do	Octobra and Walter BULO	Desiri Maises	40050 \\	0.11.400	DI		40004		040 540 0040	dweiner@schaferandweiner.co	Occupation Build to the first to the
Schaffer and Weiner PLLC Ryan Heliman 40550 Woodward Ave. Suite 100 Bloomfield Hills MI 48304 248-540-3340 gm Course to Dott Industries, Inc. Chicago II. 60606 312-258-6635 gapakke @schillhardin.com Coursed to Dott Industries. Inc. Chicago II. 60606 312-258-6355 gapakke @schillhardin.com Coursed to Dott Industries. Coursed to Dott Industries. Inc. Chicago II. 60606 312-258-6355 gapakke @schillhardin.com Coursed to Dott Industries. Inc. Chicago II. 60606 312-258-6355 gapakke @schillhardin.com Coursed to Dott Industries. Inc. Chicago II. 60606 312-258-6355 gapakke @schillhardin.com Coursed to Parassocia Holdings II. Fall Chicago II. 60606 312-258-6355 gapakke @schillhardin.com Coursed to Parassocia Holdings II. 60606 212-756-2000 david karp @srz.com Coursed to Parassocia Holdings II. 60606 212-756-2000 david karp @srz.com Coursed to Parassocia Automorboe Systems Corapson of America. Coursed to Parassocia Automorboe Sys	Schafer and Weiner PLLC	Daniei weiner	40950 Woodward Ave.	Suite 100	Bloomfield Hills	IVII	48304		248-540-3340	<u>m</u>	Counsel to Dott Industries, Inc.
Schafer and Weiner PLLC Ryan Helman 40550 Woodward Ave. Suite 100 Bloomfield Hills MI 48304 248-540-3340 gm	Schofor and Wainer DLLC	Howard Barin	400E0 Woodward Ava	Cuito 100	Disamfield Hills	NAI.	49204		249 540 2240	bharin@aabafarandwainar.aam	Coursel to Dott Industries Inc
Schafer and Weiner PLLC Ryan Hellman 40950 Woodward Ave. Suite 100 Bloomfield Hills MI 43304 248-540-3340 mm Counsel to Dott Industries, Inc. Schrift Hardin LLP Eugene J. Geekkie, Jr. 7500 Sears Tower Chicago IL 60606 312-258-6535 meskie@schiffhardin.com Counsel to Means industries Counsel to Parnassus Holdings LLC and Plathrum Equify Capital Parline Schulte Roth & Zabel LLP David J. Karp 919 Third Avenue New York NY 10022 212-756-2073 ames benife@scr.com Parline St. IL. Can Plathrum Equify Capital Parline St. II. Can Plathrum Equify	Schaler and Weiner PLLC	Howard Bollin	40950 Woodward Ave.	Suite 100	Dioonnieu niis	IVII	40304		240-340-3340		Couriser to Dolt industries, Inc.
Schulfe Roth & Zabel LLP David J. Karp 919 Third Avenue New York NY 10022 212-756-2000 david karp 8 zz com Parmers II. LP Coursel to Parasassis Aldrings II. LLC and Platfurm Equity Capital Autornmotive Systems Company of America. Autornmotive Systems Company of America. Schulfe Roth & Zabel LLP Amers T. Bentley 919 Third Avenue New York NY 10022 212-756-2000 michael Look 8 zz com of America. Autornmotive Systems Company of America. Autornmotive Systems Company of America. Systems Company of America. Systems Company of America. D. C. Capital Parmers, L.P. Schwartz Lichtenberg LLP Barry E Lichtenberg ELP Barry E Lichtenberg ELP Paul M. Baisier, Esq. 1545 Peachtree Street, N.E. Suite 700 Allants G. Quise to New York NY 10170 212-389-7818 barrystle @att.net Coursel to Marybeth Coursel on Marybeth Counningham North America. No	Schafer and Weiner PLLC	Ryan Heilman	40950 Woodward Ave	Suite 100	Bloomfield Hills	MI	48304		248-540-3340		Counsel to Dott Industries Inc
Coursel to Parnassus Holdings II, LC and Politium Equity Capital Partners II, LP David J, Karp 919 Third Avenue New York NY 10022 212-756-2000 david karp@srz.com Partners III, LP David J, Karp 919 Third Avenue New York NY 10022 212-756-2073 ames. bentley@srz.com of America Automnotive Systems Company of America Coursel to Parnasonic Automnotive Systems Company of America Coursel to Marybeth Cunningham Coursel	Condict and Weller 1 LEC	rtyan riciinian	40000 Woodward Ave.	Outc 100	Diodifficia Fillis	IVII	40304		240 340 3340	<u>om</u>	Course to Bott maustres, me.
Coursel to Parnassus Holdings II, LIC and Politium Equity Capital Partners II, LIC and Politium Equity Capital Partners III, LIC and Politium Equity Capital P	Schiff Hardin LLP	Eugene J. Geekie, Jr.	7500 Sears Tower		Chicago	IL	60606		312-258-5635	egeekie@schiffhardin.com	Counsel to Means Industries
Course David J. Karp Schulte Roth & Zabel LLP David J. Karp Septender David J. Karp David J. Karp Septender David J. Karp Septender David J. Karp Davi		government, con				-					
Schulte Roth & Zabel LLP James T. Bentley 919 Third Avenue New York NY 10022 212-756-2273 ames bentley \$157.com of America Counsel to Panasonic Automotive Systems Company of America Counsel to Marketh Cunningham Counsel to Marketh Counsel to Mar											
Autommotive Systems Company of America, Exc. System Scorpany of America, Exc. Spelarth Shaw LLP Seyfarth Shaw LLP Robert W. Dremluk 620 Eighth Ave World Trade Center East Suite 900 Seyfarth Shaw LLP William J. Hanlon World Trade Center East Suite 800 Seyfarth Shaw LLP Seyfarth Shaw	Schulte Roth & Zabel LLP	David J. Karp	919 Third Avenue		New York	NY	10022		212-756-2000	david.karp@srz.com	Partners II, LP
Schulte Roth & Zabel LLP											Counsel to Panasonic
Course to Panasonic Automotive Systems Company of America; D.C. Capital Partners, L.P. Schwartz Lichtenberg LLP Barry E Lichtenberg Esq 420 Lexington Ave Ste 2400 New York NY 10170 212-389-7818 Darryster@att.net Course to Murata Electronics North America, Inc. Coursel to Murata Electronics North America, Inc. Course to Murata Ele											Autommotive Systems Company
Schulte Roth & Zabel LLP Michael L. Cook 919 Third Avenue New York NY 10022 212-756-2000 michael.cook@srz.com prof. America; D. C. Capital Partners, L.P. Schwartz Lichtenberg Esq 420 Lexington Ave Ste 2400 New York NY 10170 212-389-7818 arryster@att.net Counsel to Murata Electronics North America, Inc.; Fujikura America, Inc.; Fujikura America, Inc.; Fujikura America, Inc.; Fujikura New York NY 10018-1405 212-218-5500 michael.cook@srz.com prof. America, Inc.; Fujikura New York NY 10018-1405 212-218-5500 michael.cook@srz.com prof. America, Inc.; Fujikura America, Inc.; Fujikura America, Inc.; Fujikura America, Inc.; Fujikura New York NY 10018-1405 212-218-5500 michael.cook@srz.com prof. America, Inc.; Fujikura America, Inc.; Fujikura America, Inc.; Fujikura America, Inc.; Fujikura New York NY 10018-1405 212-218-5500 michael.cook@srz.com prof. America, Inc.; Fujikura New York NY 10018-1405 212-218-5500 michael.cook@srz.com prof. America, Inc.; Fujikura America, Inc.; Fujikura America, Inc.; Fujikura America, Inc.; Fujikura New York NY 10018-1405 212-218-5500 michael.cook@srz.com prof. America, Inc.; Fujikura America, I	Schulte Roth & Zabel LLP	James T. Bentley	919 Third Avenue		New York	NY	10022		212-756-2273	james.bentley@srz.com	of America
Schulte Roth & Zabel LLP Michael L. Cook 919 Third Avenue New York NY 10022 212-756-2000 michael.cook@srz.com prof. America; D. C. Capital Partners, L.P. Schwartz Lichtenberg Esq 420 Lexington Ave Ste 2400 New York NY 10170 212-389-7818 arryster@att.net Counsel to Murata Electronics North America, Inc.; Fujikura America, Inc.; Fujikura America, Inc.; Fujikura America, Inc.; Fujikura New York NY 10018-1405 212-218-5500 michael.cook@srz.com prof. America, Inc.; Fujikura New York NY 10018-1405 212-218-5500 michael.cook@srz.com prof. America, Inc.; Fujikura America, Inc.; Fujikura America, Inc.; Fujikura America, Inc.; Fujikura New York NY 10018-1405 212-218-5500 michael.cook@srz.com prof. America, Inc.; Fujikura America, Inc.; Fujikura America, Inc.; Fujikura America, Inc.; Fujikura New York NY 10018-1405 212-218-5500 michael.cook@srz.com prof. America, Inc.; Fujikura New York NY 10018-1405 212-218-5500 michael.cook@srz.com prof. America, Inc.; Fujikura America, Inc.; Fujikura America, Inc.; Fujikura America, Inc.; Fujikura New York NY 10018-1405 212-218-5500 michael.cook@srz.com prof. America, Inc.; Fujikura America, I											
Schulte Roth & Zabel LLP											
Schwartz Lichtenberg LLP Barry E Lichtenberg Esq 420 Lexington Ave Ste 2400 New York NY 10170 212-389-7818 Barryste@att.net Counsel to Marybeth Cunningham Counsel to Marybeth Cun											, ,
Counsel to Murata Electronics North America, Inc.; Fujikura Seyfarth Shaw LLP Robert W. Dremluk 620 Eighth Ave New York NY 10018-1405 212-218-5500 Inc. Seyfarth Shaw LLP William J. Hanlon World Trade Center East Suite 300 Boston MA 02210 617-946-4800 Whanlon@seyfarth.com America, Inc.; Fujikura Autorica, Inc. Seport Lane, Suite 300 Boston MA 02210 617-946-4800 Whanlon@seyfarth.com America, Inc.; Fujikura America, Inc.; Fujikura Autorica, Inc. Seport Lane, Suite 300 Boston MA 02210 617-946-4800 Whanlon@seyfarth.com S.A. de C.V. Sheepard Mullin Richter & Inc. Sheepard Mullin Ri	Schulte Roth & Zabel LLP	Michael L. Cook	919 Third Avenue		New York	NY	10022		212-756-2000	michael.cook@srz.com	D.C. Capital Partners, L.P.
Counsel to Murata Electronics North America, Inc.; Fujikura Seyfarth Shaw LLP Robert W. Dremluk 620 Eighth Ave New York NY 10018-1405 212-218-5500 Inc. Seyfarth Shaw LLP William J. Hanlon World Trade Center East Suite 300 Boston MA 02210 617-946-4800 Whanlon@seyfarth.com America, Inc.; Fujikura Autorica, Inc. Seport Lane, Suite 300 Boston MA 02210 617-946-4800 Whanlon@seyfarth.com America, Inc.; Fujikura America, Inc.; Fujikura Autorica, Inc. Seport Lane, Suite 300 Boston MA 02210 617-946-4800 Whanlon@seyfarth.com S.A. de C.V. Sheepard Mullin Richter & Inc. Sheepard Mullin Ri	Och control in the change II B	Barra E Lista at an Eas	100 1 1 1 1 01 0400		Name Vand	ND/	40470		040 000 7040	L	O
Seyfarth Shaw LLP Paul M. Baisier, Esq. 1545 Peachtree Street, N.E. Suite 700 Atlanta GA 30309-2401 404-885-1500 pbaisier@seyfarth.com America, Inc.; Fujikura America, Inc.; Fujikura America, Inc.; Fujikura America, Inc.; Fujikura Paul M. Baisier, Esq. 1545 Peachtree Street, N.E. Suite 700 Atlanta GA 30309-2401 404-885-1500 pbaisier@seyfarth.com America, Inc.; Fujikura America, Inc.; Fujikura America, Inc.; Fujikura America, Inc.; Fujikura Paul M. Pa	Schwartz Lichtenberg LLP	Barry E Lichtenberg Esq	420 Lexington Ave Ste 2400		New York	NY	10170		212-389-7818	barryster@att.net	, ,
Seyfarth Shaw LLP Paul M. Baisier, Esq. 1545 Peachtree Street, N.E. Suite 700 Atlanta GA 30309-2401 404-885-1500 phaisier@seyfarth.com America, Inc. Counsel to Murata Electronics North America, Inc. Fujikura North America North America North North North North North North North											
Seyfarth Shaw LLP Robert W. Dremluk 620 Eighth Ave Two Seaport Lane, Seyfarth Shaw LLP William J. Hanlon World Trade Center East Suite 300 Boston MA 02210 617-946-4800 Whanlon@seyfarth.com 617-946-4800 Whanlon@seyfarth.com S.A. de C.V. Counsel to Belier/LBQ Foundry S.A. de C.V. Counsel to ATC Logistics & Counsel to ATC Logistics & Counsel to ATC Logistics & Description of Counsel to ATC Logistics & Descri	Seyfarth Shaw LLP	Paul M Baisier Esa	1545 Peachtree Street N F	Suite 700	Atlanta	GΔ	30309-2401		404-885-1500	phaisier@seyfarth.com	
Seyfarth Shaw LLP Seyfarth Shaw LLP Seyfarth Shaw LLP Seyfarth Shaw LLP Shaw Gash Fishman Glantz Wolfson & Towbin LLC Sheehan Phinney Bass + Green Professional Association Sheldon S. Toll PLLC Sheepard Mullin Richter & Jampton LLP Sheepard Mullin Richter & Jam	Ocylarui Onaw EEI	r aur W. Baisier, Esq.	1343 i caciliree Girect, iv.E.	Guile 700	Atlanta	OA.	30303 2401		404 003 1300	podisici @ 3c ylarur.com	
Reyfarth Shaw LLP Robert W. Dremluk 620 Eighth Ave Two Seaport Lane, Seyfarth Shaw LLP William J. Hanlon World Trade Center East Suite 300 Boston MA 02210 617-946-4800 whanlon@seyfarth.com SA. de C.V. Shaw Gussis Fishman Glantz Wolfson & Towbin LLC Brian L Shaw 321 N. Clark St. Suite 800 Chicago IL 60654 312-541-0151 bshaw100@shawgussis.com Electronics, Inc. Sheehan Phinney Bass + Green Professional Association Bruce A. Harwood 1000 Elm Street Professional Association Sheldon S. Toll PLLC Sheldon S. Toll Sheldon S. Toll Sheldon S. Toll Shepard Mullin Richter & Hampton LLP Eric Waters 30 Rockefeller Plaza 24th Floor New York NY 10112 212-332-3800 gm sternstein @sheppardmullin.com fisheppard Mullin Richter & Hampton LLP Theodore A. Cohen 333 South Hope Street 48th Floor Los Angeles CA 90071 213-620-1780 twardle@sheppardmullin.com Counsel to Gulf Coast Bank & Edition Corp. New York NY 10112 212-332-3800 twardle@sheppardmullin.com Counsel to International Rectifier Corp. Counsel to Gary Whitney Sheppard Mullin Richter & Hampton LLP Theodore A. Cohen 333 South Hope Street 48th Floor Los Angeles CA 90071 213-620-1780 twardle@sheppardmullin.com Counsel to Gulf Coast Bank & Corp. Counsel to Gursel to International Rectifier Corp. Counsel to Gursel to International Rectifier Corp. Counsel to Gursel to International Rectifier Corp. Counsel to International Rectifier Corp. Counsel to Gary Whitney Sheppardmullin.com Counsel to International Rectifier Corp. Counsel to International Rectifier Corp. Counsel to Gulf Coast Bank & CA 90071 213-620-1780 twardle@sheppardmullin.com Counsel to Gulf Coast Bank & CA 90071 213-620-1780 twardle@sheppardmullin.com Counsel to Gulf Coast Bank & CA 90071 213-620-1780 twardle@sheppardmullin.com Counsel to Gulf Coast Bank & CA 90071 213-620-1780 twardle@sheppardmullin.com Counsel to Gulf Coast Bank & CA 90071 213-620-1780 twardle@sheppardmullin.com Counsel to Gulf Coast Bank & CA 90071 213-620-1780 twardle@sheppardmullin.com Counsel to Gulf Coast Bank & CA 90071 213-620-1780 twardl											
Seyfarth Shaw LLP Shaw Gussis Fishman Glantz Wolfson & Towbin LLC Brian L Shaw 321 N. Clark St. Suite 800 Chicago IL 60654 Sheehan Phinney Bass + Green Professional Association Sheldon S. Toll PLLC Sheldon S. Toll Sheepard Mullin Richter & Hampton LLP Malani J. Sternstein Sheepard Mullin Richter & Hampton LLP Theodore A. Cohen 333 South Hope Street 48th Floor Sheep Gamer, Cahill, Richter, Sheep, Sheep, Gamer, Cahill, Richter, Sheep, Gamer, Cahill, Richter, Sheep, Gamer, Cahill, Richter, Sheep, S	Seyfarth Shaw LLP	Robert W. Dremluk	620 Eighth Ave		New York	NY	10018-1405		212-218-5500	rdremluk@sevfarth.com	
Shaw Gussis Fishman Glantz Wolfson & Towbin LLC Brian L Shaw 321 N. Clark St. Suite 800 Chicago IL 60654 312-541-0151 bshaw100@shawgussis.com Electronics, Inc. Counsel to ATC Logistics & Electronics, Inc. Sheehan Phinney Bass + Green Professional Association Bruce A. Harwood In 000 Elm Street P.O. Box 3701 Manchester NH 03105-3701 Brian L Shaw 312-541-0151 bshaw100@shawgussis.com Counsel to Source Electronics, Inc. Counsel to Source Electronics, Inc. Counsel to Milwaukee Investment Company Sheeppard Mullin Richter & Hampton LLP Eric Waters Sheeppard Mullin Richter & Hampton LLP Malani J. Sternstein Sheepard Mullin Richter & Hampton LLP Theodore A. Cohen 333 South Hope Street A8th Floor Los Angeles CA 90071 Dishaw100@shawgussis.com Electronics, Inc. Counsel to Source Electronics, Inc. Counsel to Milwaukee Investment Company Counsel to Gary Whitney msternstein@sheppardmullin.com msternstein@sheppardmullin.com msternstein@sheppardmullin.com counsel to Gary Whitney Sheppard Mullin Richter & Hampton LLP Theodore A. Cohen 333 South Hope Street A8th Floor Los Angeles CA 90071 Dishaw100@shawgussis.com bhaw100@shawgussis.com Electronics, Inc. Counsel to Source Electronics, Inc. Counsel to Gounsel to Gounsel to Gounsel to Green Counsel to Guisel to Green Counsel to International Rectifier Counsel to Gulf Coast Bank & Counsel to Gulf Coast Bank &				Two Seaport Lane,							
Molfson & Towbin LLC Brian L Shaw 321 N. Clark St. Suite 800 Chicago IL 60654 312-541-0151 bshaw100@shawgussis.com Bruce A. Harwood 1000 Elm Street Professional Association NH 03105-3701 0	Seyfarth Shaw LLP	William J. Hanlon	World Trade Center East	Suite 300	Boston	MA	02210		617-946-4800	whanlon@seyfarth.com	S.A. de C.V.
Sheehan Phinney Bass + Green Professional Association Bruce A. Harwood 1000 Elm Street P.O. Box 3701 Manchester NH 03105-3701 603-627-8139 bharwood@sheehan.com Counsel to Source Electronics, Inc. Counsel to Milwaukee Investment Counsel to Gary Whitney Sheppard Mullin Richter & Source Electronics, Inc. Counsel to Milwaukee Investment Counsel to Gary Whitney Sheppard Mullin Richter & Source Electronics, Inc. Counsel to Milwaukee Investment Counsel to Gary Whitney Sheppard Mullin Richter & Source Electronics, Inc. Counsel to Milwaukee Investment Counsel to Gary Whitney Sheppard Mullin Richter & Source Electronics, Inc. Counsel to Milwaukee Investment Counsel to Gursel to Gursel to Gary Whitney Sheppard Mullin Richter & Source Electronics, Inc. Counsel to Gursel to Gary Whitney Sheppard Mullin Richter & Source Electronics, Inc. Counsel to Gursel to International Rectifier Counsel to Gursel to International Rectifier Counsel to Gursel to International Rectifier Counsel to Gursel to	Shaw Gussis Fishman Glantz										Counsel to ATC Logistics &
Professional Association Bruce A. Harwood 1000 Elm Street P.O. Box 3701 Manchester NH 03105-3701 603-627-8139 bharwood@sheehan.com Counsel to Source Electronics, Inc. Counsel to Milwaukee Investment Counsel to Milwaukee In	Wolfson & Towbin LLC	Brian L Shaw	321 N. Clark St.	Suite 800	Chicago	IL	60654		312-541-0151	bshaw100@shawgussis.com	Electronics, Inc.
Sheldon S. Toll PLLC Sheldon S											
Sheldon S. Toll PLLC Sheldon S. Toll 2000 Town Center Suite 2550 Southfield MI 48075 248-358-2460 lawtoll@comcast.net Company Sheppard Mullin Richter & 30 Rockefeller Plaza 24th Floor New York NY 10112 212-332-3800 ewaters@sheppardmullin.com omatematein@sheppardmullin.com omate	Professional Association	Bruce A. Harwood	1000 Elm Street	P.O. Box 3701	Manchester	NH	03105-3701		603-627-8139	bharwood@sheehan.com	
Sheppard Mullin Richter & Hampton LLP Eric Waters 30 Rockefeller Plaza 24th Floor New York NY 10112 212-332-3800 ewaters@sheppardmullin.com msternstein@sheppardmullin.com msternstein@sheppardmullin.com msternstein@sheppardmullin.com msternstein@sheppardmullin.com msternstein@sheppardmullin.com counsel to International Rectifier Corp. and Gary Whitney Sheppard Mullin Richter & Hampton LLP Theodore A. Cohen 333 South Hope Street 48th Floor Los Angeles CA 90071 213-620-1780 toohen@sheppardmullin.com Counsel to International Rectifier Counsel to Gary Whitney Counsel to International Rectifier Counsel to Gary Whitney Counsel to International Rectifier Counsel to International Rectifier Counsel to Gunsel to International Rectifier Counsel to Gunsel to International Rectifier Counsel to International Rectifier Counse											
Hampton LLP Eric Waters 30 Rockefeller Plaza 24th Floor New York NY 10112 212-332-3800 ewaters@sheppardmullin.com msternstein@sheppardmullin.com om counsel to Gary Whitney 212-332-3800 om Corp. and Gary Whitney Sheppard Mullin Richter & Theodore A. Cohen 333 South Hope Street 48th Floor Los Angeles CA 90071 213-620-1780 toohen@sheppardmullin.com counsel to Gary Whitney Counsel to International Rectifier Counsel to Gary Whitney Counsel to International Rectifier Counsel to International Rectifier Counsel to International Rectifier Counsel to International Rectifier Counsel to Gary Whitney Counsel to International Rectifier Counsel to Gary Whitney Counsel to International Rectifier Co		Sheldon S. Toll	2000 Town Center	Suite 2550	Southfield	MI	48075		248-358-2460	lawtoll@comcast.net	Company
Sheppard Mullin Richter & Malani J. Sternstein 30 Rockefeller Plaza 24th Floor New York NY 10112 212-332-3800 om Corp. and Gary Whitney Sheppard Mullin Richter & Malani J. Sternstein 30 Rockefeller Plaza 24th Floor New York NY 10112 212-332-3800 om Corp. and Gary Whitney Sheppard Mullin Richter & Hampton LLP Theodore A. Cohen 333 South Hope Street 48th Floor Los Angeles CA 90071 213-620-1780 toohen@sheppardmullin.com Counsel to Gary Whitney Counsel to Gary Whitney Counsel to Gary Whitney Counsel to International Rectifier Corp. Counsel to Gary Whitney Counsel to International Rectifier Corp. Counsel to Gary Whitney Counsel to International Rectifier Corp. Counsel to Gary Whitney Counsel to International Rectifier Corp. Counsel to Gary Whitney Counsel to Gary Whitney Counsel to Gary Whitney Counsel to International Rectifier Corp. Corp. Corp. Corp. Corp. Counsel to Gary Whitney Corp. Corp. Counsel to Gary Whitney		Eria Watara	20 Bookefeller Bloze	24th Floor	Now York	NIV	10112		242 222 2000	awatara@ahannardmullin.com	Coupant to Com Whitney
Hampton LLP Malani J. Sternstein 30 Rockefeller Plaza 24th Floor New York NY 10112 212-332-3800 om Corp. and Gary Whitney Sheppard Mullin Richter & Hampton LLP Theodore A. Cohen 333 South Hope Street 48th Floor Los Angeles CA 90071 213-620-1780 tcohen@sheppardmullin.com Counsel to Gary Whitney Counsel to Gary Whitney Counsel to Gary Whitney Counsel to International Rectifier Theresa Wardle 333 South Hope Street 48th Floor Los Angeles CA 90071 213-620-1780 twardle@sheppardmullin.com Corp. Sher, Garner, Cahill, Richter, Counsel to Gulf Coast Bank &		Enc waters	SU KUCKETEHET Plaza	24(I) F100f	INEW TOTK	INT	10112		∠ 1∠-33∠-38UU		, ,
Sheppard Mullin Richter & Hampton LLP Theodore A. Cohen 333 South Hope Street 48th Floor Los Angeles CA 90071 213-620-1780 tcohen@sheppardmullin.com Counsel to Gary Whitney Counsel to International Rectifier Corp. Sher, Garner, Cahill, Richter, Carner, Cahill, Richter, Counsel to Gulf Coast Bank & Counse		Malani I Sternstein	30 Rockefeller Plaza	24th Floor	New York	NY	10112		212-332-3800		
Hampton LLP Theodore A. Cohen 333 South Hope Street 48th Floor Los Angeles CA 90071 213-620-1780 tochen@sheppardmullin.com Counsel to Gary Whitney Counsel to Gary Whitney Counsel to International Rectifier Corp. Counsel to Gary Whitney Counsel to International Rectifier Corp. Counsel to Gary Whitney Counsel to International Rectifier Corp. Counsel to Gary Whitney Counsel to International Rectifier Corp. Counsel to Gary Whitney Counsel to International Rectifier Corp. Counsel to Gary Whitney Counsel to International Rectifier Corp.		Maiaill J. Stellistell	JO MOOKETEIIEI I IAZA	270111001	INCAN LOIK	INI	10112		212-332-3000	OIII	oorp. and dary writiney
Sheppard Mullin Richter & Hampton LLP Theresa Wardle 333 South Hope Street 48th Floor Los Angeles CA 90071 213-620-1780 wardle@sheppardmullin.com Corp. Sher, Garner, Cahill, Richter, Carner, Cahill, Richter, Counsel to Gulf Coast Bank & Counsel to		Theodore A. Cohen	333 South Hope Street	48th Floor	Los Angeles	CA	90071		213-620-1780	tcohen@sheppardmullin.com	Counsel to Gary Whitney
Hampton LLP Theresa Wardle 333 South Hope Street 48th Floor Los Angeles CA 90071 213-620-1780 twardle@sheppardmullin.com Corp. Sher, Garner, Cahill, Richter, Camer, Cahill, Richter, Camer Canal Can			TTT TSUM. HOPE GROOT						_ : 3 020 : : 00	- Consparantion	
Sher, Garner, Cahill, Richter, Counsel to Gulf Coast Bank &	Hampton LLP	Theresa Wardle	333 South Hope Street	48th Floor	Los Angeles	CA	90071		213-620-1780	twardle@sheppardmullin.com	
(lein & Hilbert, LLC Robert P. Thibeaux 5353 Essen Lane Suite 650 Baton Rouge LA 70809 225-757-2185 rthibeaux@shergarner.com Trust Company	Sher, Garner, Cahill, Richter,				Ŭ						
	Klein & Hilbert, LLC	Robert P. Thibeaux	5353 Essen Lane	Suite 650	Baton Rouge	LA	70809		225-757-2185	rthibeaux@shergarner.com	Trust Company

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	EMAIL	PARTY / FUNCTION
Sher, Garner, Cahill, Richter,										Counsel to Gulf Coast Bank &
Klein & Hilbert, LLC	Robert P. Thibeaux	909 Poydras Street	28th Floor	New Orleans	LA	70112-1033		504-299-2100	rthibeaux@shergarner.com	Trust Company
Shipman & Goodwin LLP	Kathleen M. LaManna	One Constitution Plaza		Hartford	CT	06103-1919		860-251-5603		. ,
Sills, Cummis Epstein & Gross,										Counsel to Hewlett-Packard
P.C.	Andrew H. Sherman	30 Rockefeller Plaza		New York	NY	10112		212-643-7000	asherman@sillscummis.com	Financial Services Company
Sills, Cummis Epstein & Gross,										Counsel to Hewlett-Packard
P.C.	Jack M. Zackin	30 Rockefeller Plaza		New York	NY	10112		212-643-7000	izackin@sillscummis.com	Financial Services Company
	Guert III Zueriii	oo redeterener ridzu		11011 10111		.02		2.2 0.0 .000	vhamilton@sillscummis.com	- manda company
Sills, Cummis Epstein & Gross,	Valerie A Hamilton								skimmelman@sillscummis.co	Counsel to Doosan Infracore
P.C.	Simon Kimmelman	650 College Rd E		Princeton	NJ	08540		609-227-4600	m	America Corp.
	Cc.	occ comage ru L				000.0		000 227 1000	cfortgang@silverpointcapital.c	Counsel to Silver Point Capital,
Silver Point Capital, L.P.	Chaim J. Fortgang	Two Greenwich Plaza	1st Floor	Greenwich	СТ	06830		203-542-4216	om	L.P.
Cirvoi i Gint Gapitai, E.i :	Chain 6.1 ortgang	800 Delaware Avenue, 7th	10011001	Orconwion	01	00000		200 0 12 1210	<u>om</u>	L.1 .
Smith, Katzenstein & Furlow LLP	Kathleen M. Miller	Floor	P.O. Box 410	Wilmington	DE	19899		302-652-8400	kmiller@skfdelaware.com	Counsel to Airgas, Inc.
Similit, Ratzenstein & Fullow LEI	Rauneen W. Wille	1 1001	1.0.00.410	wiiiiiiigton	DL	13033		302-032-0400	KITIIIEI @ SKIGEIAWAIE.COITI	Counsel to Molex, Inc. and INA
										USA, Inc. and United Plastics
SNR Denton US LLP	D. Farrington Yates	1221 Avenue of the Americas	24th Floor	New York	NY	10020		212 769 6700	fyates@sonnenschein.com	Group
SNR Denion 03 LLP	D. Famingion fales	1221 Avenue of the Americas	24(11 11001	New fork	INT	10020		212-700-0700	iyates@sonnenschein.com	Counsel to Schaeffler Canada, Inc.
CND Deates HC LLD	Occas N. Biologo	1004 A	0.445	Na Vaul	NY	10020		040 700 0700	:-!	and Schaeffler KG
SNR Denton US LLP	Oscar N. Pinkas	1221 Avenue of the Americas	24th F100f	New York	INY	10020		212-768-6700	opinkas@sonnenschein.com	
			000 Careth Washes							Counsel to Molex, Inc. and INA
ONE Design HOLLD	Bulliand E. Blahanda	7000 O T	233 South Wacker	01.1		00000		040 070 0000		USA, Inc.; Counsel to Schaeffler
SNR Denton US LLP	Robert E. Richards	7800 Sears Tower	Drive	Chicago	IL	60606		312-876-8000	rrichards@sonnenschein.com	Canada, Inc. and Schaeffler KG
Squire, Sanders & Dempsey L.L.P. State of California Office of the	G. Christopher Meyer	4900 Key Tower	127 Public Sq 300 South Spring	Cleveland	ОН	44114			cmeyer@ssd.com	Counsel to Furukawa Electric Co., Ltd.; Counsel for the City of Dayton, Ohio Attorneys for the State of California Department of Toxic Substances
Attorney General	Sarah E. Morrison	Deputy Attorney General	Street Ste 1702	Los Angeles	CA	90013		213-897-2640	sarah.morrison@doj.ca.gov	Control
State of Michigan Department of Labor & Economic Growth, Unemployment Insurance Agency	Roland Hwang Assistant Attorney General	3030 W. Grand Boulevard	Suite 9-600	Detroit	MI	48202		313-456-2210	hwangr@michigan.gov	Assistant Attorney General for State of Michigan, Unemployment Tax Office of the Department of Labor & Economic Growth, Unemployment Insurance Agency Assistant Attorney General as
										Attorney for the Michigan Workers'
State of Michigan Labor Division	Susan Przekop-Shaw	PO Box 30736		Lansing	MI	48909		517-373-2560	przekopshaws@michigan.gov	Compensation Agency
	·								jmbaumann@steeltechnologie	Counsel to Steel Technologies,
Steel Technologies, Inc.	John M. Baumann	15415 Shelbyville Road		Louisville	KY	40245		502-245-0322	s.com	Inc.
	Michael A Spero									
	Simon Kimmelman	50 West State Street, Suite								Counsel to Doosan Infracore
Sterns & Weinroth, P.C.	Valerie A Hamilton	1400	PO Box 1298	Trenton	NJ	08607-1298		609-392-2100	ispecf@sternslaw.com	America Corp.
Stevens & Lee, P.C.	Constantine D. Pourakis, Esq.	485 Madison Avenue	20th Floor	New York	NY	10022			cp@stevenslee.com	Counsel to Tonolli Canada Ltd.; VJ Technologies, Inc. and V.J. ElectroniX, Inc.
										Counsel to Thyssenkrupp
									mshaiken@stinsonmoheck.co	Waupaca, Inc. and Thyssenkrupp
Stinson Morrison Hecker LLP	Mark A. Shaiken	1201 Walnut Street		Kansas City	MO	64106		816-842-8600	<u>m</u>	Stahl Company
										Counsel to ThyssenKrupp
Stinson Morrison Hecker LLP	Nicholas J Zluticky	1201 Walnut Street	Suite 2900	Kansas City	MO	64106		816-691-3278	nzluticky@stinson.com	Waupaca, Inc.

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	EMAIL	PARTY / FUNCTION
Stites & Harbison PLLC	Madison L.Cashman	424 Church Street	Suite 1800	Nashville	TN	37219			robert.goodrich@stites.com	Counsel to Setech. Inc.
Cities a Fig. Bloch F 220	madion Erodomian	in a remark of the state of the	Cuito 1000	11461111110		0.2.0		0.020200		Councer to Cotecon, mer
Stites & Harbison PLLC	Robert C. Goodrich, Jr.	424 Church Street	Suite 1800	Nashville	TN	37219		615-244-5200	madison.cashman@stites.com	Counsel to Setech, Inc.
										Counsel to WAKO Electronics
										(USA), Inc., Ambrake Corporation,
								502-681-0448	wbeard@stites.com	and Akebona Corporation (North
Stites & Harbison, PLLC	W. Robinson Beard, Esq.	400 West Market Street		Louisville	KY	40202		502-587-3400	loucourtsum@stites.com	America)
Taft, Stettinius & Hollister LLP	Richard L .Ferrell	425 Walnut Street	Suite 1800	Cincinnati	ОН	45202-3957		513-381-2838	ferrell@taftlaw.com	Counsel to Wren Industries, Inc.
										Counsel to Select Industries
										Corporation and Gobar Systems,
Taft, Stettinius & Hollister LLP	W Timothy Miller Esq	425 Walnut Street	Suite 1800	Cincinnati	ОН	45202		513-381-2838		Inc.
	Jay Teitelbaum								iteitelbaum@tblawllp.com	
Teitelbaum & Baskin LLP	Ron Baskin	3 Barker Avenue	3rd Floor	White Plains	NY	10601		914-437-7670	rbaskin@tblawllp.com	Counsel to Mary H. Schaefer
Tennessee Department of		c/o TN Attorney General's								
Revenue	Marvin E. Clements, Jr.	Office, Bankruptcy Division	PO Box 20207	Nashville	TN	37202-0207		615-532-2504	agbanknewyork@ag.tn.gov	Tennesse Department of Revenue
Thacher Proffitt & Wood LLP	Jonathan D. Forstot	Two World Financial Center		New York	NY	10281		212-912-7679		Counsel to TT Electronics, Plc
Thacher Proffitt & Wood LLP	Louis A. Curcio	Two World Financial Center	0.01	New York	NY	10281		212-912-7607	lcurcio@tpw.com	Counsel to TT Electronics, Plc
T. F. J. S. J. S. J. J.			2-Chrome, Chiyoda-						niizeki.tetsuhiro@furukawa.co.j	
The Furukawa Electric Co., Ltd.	Mr. Tetsuhiro Niizeki	6-1 Marunouchi	ku	Tokyo	Japan	100-8322			<u>D</u>	Furukawa Electric Co., Ltd.
The Michaeless Law Firm	Dahart N. Mishaalaan	44 Dana dana Cta C45		Na Vanle	NIX	40004		040 004 0005		Counsel to NXP Semiconductors USA. Inc.
The Michaelson Law Firm	Robert N Michaelson	11 Broadway Ste 615		New York	NY	10004		212-604-0685	rnm@michaelsonlawfirm.com	
The Timeless Communities DIC 00	Mishaelllow	4005 Ducker Ave CW	DO D 0007	0	011	44700 0007		220 420 2000	michael.hart@timken.com	Representative for Timken
The Timken Corporation BIC - 08	Michael Hart	1835 Dueber Ave. SW	PO Box 6927	Canton	OH	44706-0927		330-438-3000	michaei.nart@timken.com	Corporation Counsel to STMicroelectronics,
Thompson & Knight	Rhett G. Cambell	333 Clay Street	Suite 3300	Houston	TX	77002		713-654-1871	rhett.campbell@tklaw.com	Inc.
Thompson & Knight LLP	Ira L. Herman	919 Third Avenue	39th Floor	New York	NY	10022-3915		212-751-3045	ira.herman@tklaw.com	Counsel to Victory Packaging
Thompson & Knight LLP	John S. Brannon	1700 Pacific Avenue	Suite 3300	Dallas	TX	75201-4693		214-969-1505	john.brannon@tklaw.com	Counsel to Victory Packaging
mompson a rangh EE	CONT C. Brannon	1700 Facilie Avende	Cuite 3300	Dallas	17	73201 4033		214 303 1303		Counsel to Aluminum International.
Thompson Coburn Fagel Haber	Lauren Newman	55 East Monroe	40th Floor	Chicago	IL	60603		312-346-7500		Inc.
mompoon codum agerriade	Edd. 611 11 611 11 day	oo zaat memee	1011111001	ooago		00000		0.12 0.10 1000		Counsel to Rieck Group, LLC n/k/a
									Jennifer.Maffett@ThompsonHi	Mechanical Construction
Thompson Hine LLP	Jennifer L Maffett	2000 Courthouse Plaza NE	10 W Second St	Dayton	ОН	45402		937-443-6600	ne.com	Managers, LLC
										General Counsel and Company
										Secretary to TI Group Automotive
TI Group Automotive Systms LLC	Timothy M. Guerriero	12345 E Nine Mile Rd		Warren	MI	48089		586-755-8066	tguerriero@us.tiauto.com	Systems LLC
Todd & Levi, LLP	Jill Levi, Esq.	444 Madison Avenue	Suite 1202	New York	NY	10022		212-308-7400	jlevi@toddlevi.com	Counsel to Bank of Lincolnwood
Todtman Nachamie Spizz &										Counsel to Vanguard Distributors,
Johns PC	Janice B. Grubin	425 Park Avenue	5th Floor	New York	NY	10022		212-754-9400	jgrubin@tnsj-law.com	Inc.
										Counsel to Enviromental
										Protection Agency; Internal
										Revenue Service; Department of
	Matthew L Schwartz	Assistant United States	86 Chambers St 3rd						matthew.schwartz@usdoj.gov	Health and Human Services; and
U.S. Department of Justice	Joseph N Cordaro	Attorneys	FI	New York	NY	10007		212-637-1945	Joseph.Cordaro@usdoj.gov	Customs and Border Protection
									hzamboni@underbergkessler.c	
Underberg & Kessler, LLP	Helen Zamboni	300 Bausch & Lomb Place		Rochester	NY	14604		585-258-2800	<u>om</u>	Counsel to McAlpin Industries, Inc.
Heire Beelfe Beile 10	Maria A 127	4400 Bassalas Ct	140 4500	0	NE	00470		400 544 445		Counsel to Union Pacific Railroad
Union Pacific Railroad Company	iviary Ann Kilgore	1400 Douglas Street	MC 1580	Omaha	NE	68179		402-544-4195	mkilgore@UP.com	Company

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY PHO	NE	EMAIL	PARTY / FUNCTION
										Counsel to United Steel, Paper
										and Forestry, Rubber,
										Manufacturing, Energy, Allied
	Allied Industrial and									Industrial and Service Workers,
United Steel, Paper and Forestry,	Service Workers, Intl		Five Gateway							International Union (USW), AFL-
Rubber, Manufacturing, Energy	Union (USW), AFL-CIO	David Jury, Esq.	Center Suite 807	Pittsburgh	PA	15222	412-5	62-2546	djury@usw.org	CIO
Vedder Price PC	Stephanie K Hor Chen	222 N LaSalle St Ste 2600		Chicago	IL	60601	312-6	609-7786	schen@vedderprice.com	Counsel to The Intec Group, Inc.
Vorys, Sater, Seymour and Pease										Counsel to America Online, Inc.
LLP	Tiffany Strelow Cobb	52 East Gay Street		Columbus	ОН	43215	614-4	164-8322	tscobb@vorvs.com	and its Subsidiaries and Affiliates
-L 1	Tillarly Circlew Coss	oz zast day circet		Columbuo	011	10210	0111	10 1 0022	tooobb & voryo.com	Counsel to Capital Research and
Wachtell, Lipton, Rosen & Katz	Richard G. Mason	51 West 52nd Street		New York	NY	10019-6150	212-4	103-1000	RGMason@wlrk.com	Management Company
Wachten, Lipton, Rosen & Ratz	THE INTERIOR	51 West Szild Street		TYCW TOTA	141	10013 0130	212 7	1000	TCIWason & WIR.com	Counsel to Robert Bosch
										Corporation; Counsel to Daewoo
			111 Lyon Street,							International Corp and Daewoo
Warner Norcross & Judd LLP	Gordon J. Toering	900 Fifth Third Center	N.W.	Grand Rapids	MI	49503	616-7	752-2185	gtoering@wnj.com	International (America) Corp
Warrier Norchoss & Judu EE	Gordon 5. Toening	900 I IIII I IIII Center	IV.VV.	Granu Napius	IVII	49303	010-7	32-2103	gioening @ winj.com	Counsel to Compuware
Warner Norcross & Judd LLP	Michael G. Cruse	2000 Town Center	Suite 2700	Southfield	МІ	48075	249.7	784-5131	mcruse@wnj.com	Corporation
Warrier Norcross & Judu LLF	Michael G. Cruse	2000 TOWN Center	111 Lyon Street,	Southheid	IVII	46073	240-7	04-3131	mcruse@wnj.com	Corporation
Warner Norcross & Judd LLP	Stephen B. Grow	900 Fifth Third Center	N.W.	Grand Rapids	MI	49503	616.7	752 2150	growsb@wnj.com	Counsel to Behr Industries Corp.
Weltman, Weinberg & Reis Co.,	Stephen B. Grow	900 Filtii Tillia Centei	IN.VV.	Granu Kapius	IVII	49303	010-7	32-2136	growsb@wrij.com	Counsel to Seven Seventeen
P.A.	Geoffrey J. Peters	175 South Third Street	Suite 900	Columbus	ОН	43215	614.0	357-4326	gpeters@weltman.com	Credit Union
L.F.A.	Geomey J. Peters	175 South Third Street	Suite 900	Columbus	ОП	43213	014-0	007-4320	gkurtz@ny.whitecase.com	Credit Union
	Glenn Kurtz								gkurtz@ny.wnitecase.com guzzi@whitecase.com	
										Coursel to Asselson
Mills of Constant	Gerard Uzzi	4455 A 6 th . A		NI VI	ND/	40000 0707	040.0		dbaumstein@ny.whitecase.co	Counsel to Appaloosa
White & Case LLP	Douglas Baumstein	1155 Avenue of the Americas		New York	NY	10036-2787	212-8	319-8200	<u>m</u>	Management, LP
			000 0 44 84							
	Thomas Lauria		200 South Biscayne			22121	225.2	l l	tlauria@whitecase.com	Counsel to Appaloosa
White & Case LLP	Frank Eaton	Wachovia Financial Center	Blvd., Suite 4900	Miami	FL	33131	305-3	371-2700	featon@miami.whitecase.com	Management, LP
										Counsel to Schunk Graphite
Whyte, Hirschboeck Dudek S.C.	Bruce G. Arnold	555 East Wells Street	Suite 1900	Milwaukee	WI	53202-4894	414-2	273-2100	barnold@whdlaw.com	Technology
Wickens Herzer Panza Cook &										Counsel for Delphi Sandusky
Batista Co	James W Moennich Esq	35765 Chester Rd		Avon	OH	44011-1262	440-9		moennich@wickenslaw.com	ESOP
	David Neier							l l	dneier@winston.com	Counsel to Ad Hoc Group of
Winston & Strawn LLP	Carey D. Schreiber	200 Park Avenue		New York	NY	10166-4193	212-2	294-6700	cschreiber@winston.com	Tranche A & B DIP Lenders
Winthrop Couchot Professional								1	<u>mwinthrop@winthropcouchot.c</u>	
Corporation	Marc. J. Winthrop	660 Newport Center Drive	4th Floor	Newport Beach	CA	92660	949-7	720-4100	<u>om</u>	Counsel to Metal Surfaces, Inc.
Winthrop Couchot Professional									sokeefe@winthropcouchot.co	
Corporation	Sean A. O'Keefe	660 Newport Center Drive	4th Floor	Newport Beach	CA	92660	949-7	720-4100	<u>m</u>	Counsel to Metal Surfaces, Inc.
Womble Carlyle Sandridge &										
Rice, PLLC	Allen Grumbine	550 South Main St		Greenville	SC	29601	864-2	255-5402	agrumbine@wcsr.com	Counsel to Armacell
Womble Carlyle Sandridge &										Counsel to Chicago Miniature
Rice, PLLC	Michael G. Busenkell	222 Delaware Avenue	Suite 1501	Wilmington	DE	19801			mbusenkell@wcsr.com	Optoelectronic Technologies, Inc.
Woods Oviatt Gilman LLP	Ronald J. Kisinski	700 Crossroads Bldg	2 State St	Rochester	NY	14614	595 2		rkisicki@woodsoviatt.com	CPROGRAMO TECHNOLOGIES, IIIC.
WOOGS OVIALL GIIIIIAII EEI'	Ronald J. Ribilibri	700 Orossidads Blug	2 Glate Gl	1 VOCITOSICI	1 1 1	17014	363-3	702-4014	INISICKI® WUUUSUVIAII.CUIII	Counsel to Toyota Tsusho

EXHIBIT B

05-44481-rdd Doc 21441 Filed 07/08/11 Entered 07/08/11 21:56:34 Main Document DPF9487ings & Strp. Post-Emergence Master Service List

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	PHONE	PARTY / FUNCTION
			=					
United States Trustee	Brian Masumoto	33 Whitehall Street	21st Floor	New York	NY	10004-2112	212-510-0500	Counsel to United States Trustee

05-44481-rdd Doc 21441 Filed 07/08/11 Entered 07/08/11 21:56:34 Main Document Pg 28 of 34 DPH Holdings Corp.
Special Parties

Company	Contact	Address1	City	State	Zip
Con-Way Freight	Attn Leighton Wehr	5555 Rufe Snow Dr Ste 5515	North Richland Hills	TX	76180
Nowell Amoroso Klein Bierman PA	David Edelberg	155 Polifly Road	Hackensack	NJ	07601

EXHIBIT C

BUTZEL LONG, a professional corporation Cynthia J. Haffey Donald V. Orlandoni 150 W. Jefferson Ave., Suite 100 Detroit, Michigan 48226 Telephone: (313) 225-7000 haffey@butzel.com

haffey@butzel.com orlandoni@butzel.com

Attorneys for Reorganized Debtors

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

In re

DPH HOLDINGS CORP., et al.,

Reorganized Debtors.

Chapter 11

Case No. 05-44481 (RDD)

(Jointly Administered)

JOINT STIPULATION AND AGREED ORDER BETWEEN REORGANIZED DEBTORS, CON-WAY FREIGHT, INC., AND DELPHI AUTOMOTIVE SYSTEMS, LLC COMPROMISING AND ALLOWING PROOF OF ADMINISTRATIVE EXPENSE CLAIM NUMBER 18556

(CON-WAY FREIGHT, INC.)

DPH Holdings Corp. and its affiliated reorganized debtors in the above-captioned cases (collectively, the "Reorganized Debtors"), Con-Way Freight, Inc. (the "Claimant"), and Delphi Automotive Systems, LLC (f/k/a New Delphi Automotive Systems 1, LLC) ("New DAS LLC") respectfully submit this Joint Stipulation And Agreed Order Between Reorganized Debtors, Con-Way Freight, Inc., And Delphi Automotive Systems, LLC Compromising And Allowing Proof Of Administrative Expense Claim Number 18556 (the "Stipulation") and agree and state as follows:

WHEREAS, on October 8 and 14, 2005, Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC ("DAS LLC"), former

debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended (the "Bankruptcy Code"), in the United States Bankruptcy Court for the Southern District of New York (the "Court").

WHEREAS, on July 13, 2009, the Claimant filed proof of administrative expense claim number 18556 (the "Claim") against Delphi asserting an administrative expense priority claim in the amount of \$101,602.55 arising from freight charges allegedly owed by the Debtors to the Claimant.

WHEREAS, Pursuant to the Master Disposition Agreement Among Delphi Corporation, GM Components Holdings, LLC, General Motors Company, Motors Liquidation Company (f/k/a General Motors Corporation), and DIP Holdco 3 LLC, among others, dated as of July 30, 2009 (the "MDA"), the Buyers (as defined in the MDA), including Delphi Automotive Systems, LLC (f/k/a New Delphi Automotive Systems 1, LLC), as assignee of DIP Holdco 3 LLC, assumed certain administrative expense liabilities of the Debtors.

WHEREAS, pursuant to the MDA, New DAS LLC, as a subsidiary of Delphi Automotive LLP (as assignee of DIP Holdco 3 LLC), assumed certain administrative expense liabilities related to the Claim.

WHEREAS, on October 6, 2009 (the "Effective Date"), the Debtors substantially consummated the First Amended Joint Plan Of Reorganization Of Delphi Corporation And Certain Affiliates, Debtors And Debtors-In-Possession, As Modified (the "Modified Plan"), which had been approved by this Court pursuant to an order entered on July 30, 2009 (Docket No. 18707), and emerged from chapter 11 as the Reorganized Debtors. In connection with the

consummation of the Modified Plan, Delphi and DAS LLC emerged from chapter 11 as DPH Holdings Corp. and DPH-DAS LLC, respectively.

WHEREAS, Article 9.6(a) of the Modified Plan provides that "[t]he Reorganized Debtors shall retain responsibility for administering, disputing, objecting to, compromising, or otherwise resolving all Claims against, and Interests in, the Debtors and making distributions (if any) with respect to all Claims and Interests."

WHEREAS, on January 22, 2010, the Reorganized Debtors objected to the Claim pursuant to the Reorganized Debtors' Forty-Third Omnibus Objection Pursuant To 11 U.S.C. § 503(b) And Fed. R. Bankr. P. 3007 To (I) Expunge Certain Administrative Expense (A) Severance Claims, (B) Books And Records Claims, (C) Duplicate Claims, (D) Equity Interests, (E) Prepetition Claims, (F) Insufficiently Documented Claims, (G) Pension, Benefit, And OPEB Claims, (H) Workers' Compensation Claims, And (I) Transferred Workers' Compensation Claims, (II) Modify And Allow Certain Administrative Expense Severance Claims, And (III) Allow Certain Administrative Expense Severance Claims (Docket No. 19356) (The "Forty-Third Omnibus Claims Objection").

WHEREAS, on February 17, 2010, the Claimant filed the Response Of Con-Way Freight Inc. To Debtors' Objection To Administrative Expense Claim Number 18556 (Docket No. 19446) (the "Response").

WHEREAS, to resolve (a) the Forty-Third Omnibus Claims Objection with respect to the Claim and (b) all other claims held by any of the Con-Way Freight Releasing Parties (as defined below) against any of the Released Parties (as defined below), the Reorganized Debtors, the Claimant, and New DAS LLC entered into this Stipulation, pursuant to which, among other

things, the Reorganized Debtors, the Claimant, and New DAS LLC agreed that the Claim should be allowed as an administrative claim in the amount of \$3,819.77 against DPH-DAS LLC.

NOW, THEREFORE, the Reorganized Debtors, the Claimant, and New DAS LLC stipulate and agree as follows:

- 1. The Claim shall be allowed in the amount of \$3,819.77 and shall be treated as an allowed administrative claim against DPH-DAS LLC in accordance with the terms of the Modified Plan.
- 2. Notwithstanding anything to the contrary in the Modified Plan, within 45 days of entry of this Stipulation on the Court's docket, New DAS LLC shall pay to the Claimant \$3,819.77. Such payment will be remitted by check payable to "Con-Way Freight, Inc." and will be mailed to the following address:

Roderick J. Fracassi, Chief Counsel Con-Way Freight, Inc. 2211 Old Earhart Road Ann Arbor Township, Michigan, 48105

- 3. Allowance of the Claim in the amount of \$3,819.77 is in full satisfaction of the Claim.
- 4. The Reorganized Debtors' objection to the Claim, and the Response, are hereby deemed withdrawn with prejudice.
- 5. Nothing herein shall be construed as an admission of liability on behalf of the Reorganized Debtors, Debtors or New DAS LLC with respect to any portion of the Claim.
- 6. This Court shall retain original and exclusive jurisdiction to adjudicate any disputes arising from or in connection with this Stipulation.

So Ordered in White Plains, New York, this 23rd day of June, 2011

/s/Robert D. Drain UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND APPROVED FOR ENTRY:

By: /s/Cynthia J. Haffey

Cynthia J. Haffey Donald V. Orlandoni

Butzel Long, a professional corporation

150 W. Jefferson Ave., Suite 100

Detroit, Michigan 48226

By: _/s/David Edelberg

David Edelberg

Nowell Amoroso Klein Bierman PA

155 Polifly Road

Hackensack, New Jersey 07601

Attorneys for DPH Holdings Corp., <u>et al.</u>, Attorneys for Con-Way Freight, Inc. Reorganized Debtors

By: /s/ Karen J. Craft_

Karen J. Craft Managing Resourcing Counsel Delphi Automotive Systems Legal Staff 5825 Delphi Drive M/C 480-410-268 Troy, MI 48098

Attorneys for Delphi Automotive Systems, LLC

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